IRON MAN®

A MARVEL® COMICS EVENT

CIVIL WAR™

GAGE • HAUN • KNAUF • ZIRCHER • BENDIS • MALEEV

©2012 Marvel Characters, Inc. All rights reserved.

WWW.MARVEL.COM

WHOSE SIDE...

...ARE YOU ON?

Tales of suspense ripped from the pages of CIVIL WAR! First, get inside the mind of of Tony Stark, and learn why he feels superhuman registration is necessary — and why he's taken it upon himself to lead the charge for its implementation! Big changes are in store for Iron Man in the post-Civil War landscape, and the buildup begins here!

Plus: In the midst of CIVIL WAR, Captain America and Iron Man meet secretly, one last time, to see if there's any hope of working things out before further tragedy occurs. How could these two men, once the closest of friends and staunchest of allies, end up leading opposing armies in the conflict tearing apart the Marvel Universe?

And finally, two of the Marvel heroes most affected by the shocking conclusion of the war get together one last time in a heart-wrenching finale that cannot be missed. What is said between them will set the course of the Marvel Universe for years to come. This is the confession.

Collecting *Iron Man #13-14*, and the *Iron Man/Captain America: Casualties Of War* and *Civil War: The Confession* one-shots — written by Brian Michael Bendis, Daniel Knauf, Charlie Knauf and Christos Gage; and illustrated by Alex Maleev, Patrick Zircher and Jeremy Haun.

MARVEL

T+

IRON MAN®

A MARVEL® COMICS EVENT

CIVIL WAR™

GAGE • HAUN • KNAUF • ZIRCHER • BENDIS • MALEEV

©2012 Marvel Characters, Inc. All rights reserved.

WWW.MARVEL.COM

A MARVEL COMICS EVENT

IRON MAN®
CAPTAIN AMERICA®

CIVIL WAR: CASUALTIES OF WAR

© 2011 Marvel Characters, Inc. All rights reserved.

WWW.MARVEL.COM

CIVIL WAR
"RUBICON"

After Stamford, Connecticut is destroyed during a televised fight between the New Warriors and a group of dangerous villains, public sentiment turns against super heroes. Johnny Storm, the Human Torch, is attacked outside a nightclub and beaten into a coma. Advocates call for reform, and a Superhuman Registration Act is debated, which would require all those possessing paranormal abilities to register with the government, divulge their true identities to the authorities and submit to training and sanctioning in the manner of federal agents.

One week later, the Act is passed. Any person with superhuman powers who refuses to register is now a criminal.

Some heroes, such as Iron Man, see this as a natural evolution of the role of superhumans in society, and a reasonable request. Others view the Act as an assault on their civil liberties. After being called upon to hunt down heroes in defiance of the Registration Act, Captain America goes underground and begins to form a resistance movement.

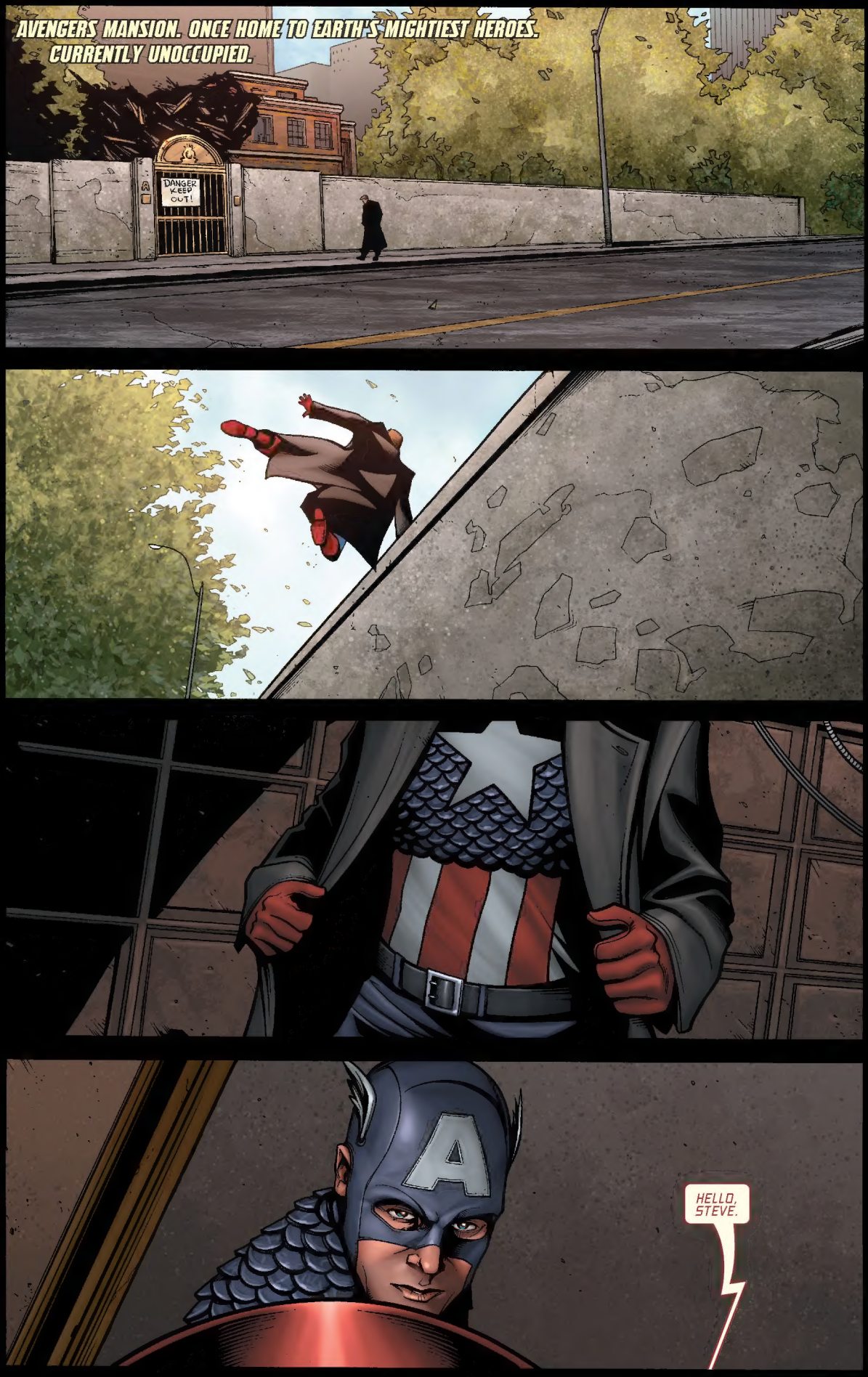
The superhuman community is split apart. Former teammates, comrades and friends now find themselves at odds in this Civil War. Iron Man and Captain America have gone from the staunchest of allies to the leaders of opposing armies.

During a pitched battle between the two sides, Bill Foster, AKA Goliath, is killed by an out-of-control clone of Thor fighting for the pro-registration side.

Brother has taken up arms against brother, and now blood has been spilled...

To find Marvel Comics at a local comic shop, call 1-888-COMICBOOK.

© 2011 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.


AVENGERS MANSION. ONCE HOME TO EARTH'S MIGHTIEST HEROES.
CURRENTLY UNOCCUPIED.
DANGER KEEP OUT!
HELLO, STEVE.

RUBICON

CHRISTOS N. GAGE
WRITER

JEREMY HAUN
PENCILER

MARK MORALES
INKER

MORRY HOLLOWELL
COLORIST

VC'S CORY PETIT
LETTERER

DANIEL KETCHUM
ASSISTANT EDITOR

ANDY SCHMIDT
EDITOR

JOE QUESADA
EDITOR IN CHIEF

DAN BUCKLEY
PUBLISHER

JIM CHEUNG, JOHN DELL, AND JUSTIN PONSOR COVER ART

I GOT YOUR MESSAGE.
I KNEW YOU'D REMEMBER THE AVENGERS COMMUNICATION PROTOCOLS FOR WHEN NORMAL CHANNELS ARE COMPROMISED. I JUST WASN'T SURE YOU'D BE CHECKING.
I CHECK EVERYTHING.
I WAS ALSO CONCERNED YOU MIGHT THINK IT'S A TRAP.
NO. YOU WOULDN'T.
NOT HERE.
AND IF I'M WRONG--
--I'LL DEAL WITH IT.

YOU'RE NOT.
NO ONE KNOWS WE'RE HERE. I JUST...
I THOUGHT WE SHOULD TALK.
AFTER ALL WE'VE BEEN THROUGH TOGETHER, ALL THESE YEARS...
...I THINK WE OWE IT TO EACH OTHER TO TRY TO WORK THINGS OUT. ONE LAST TIME.
BEFORE... BEFORE SOMETHING ELSE HAPPENS.
LIKE WHAT HAPPENED TO BILL.

"WHAT HAPPENED?"
YOUR MAN KILLED HIM, TONY. THAT'S WHAT HAPPENED.
YOU STARTED THAT FIGHT! I WANTED TO TALK, REMEMBER? I PRACTICALLY BEGGED YOU.
"I REACHED OUT A HAND TO YOU...
"...AND YOU STUCK AN ELECTRON-SCRAMBLER INTO IT."

AFTER YOU LED US INTO A TRAP AND TOOK OUT CLOAK AND WICCAN. THEY'RE KIDS, AND YOU--
FINE. YOU WANT TO TALK?
LET'S TALK.

THAT'S...I'M GLAD TO HEAR YOU SAY THAT.
I REALLY BELIEVE WE CAN WORK THROUGH THIS, STEVE. WE ALWAYS HAVE IN THE PAST. EVEN AFTER THE ARMOR WARS THING, REMEMBER?
"IT'S KIND OF IRONIC, ACTUALLY. THAT TIME, I WAS BREAKING THE LAW--TRYING TO GET MY STOLEN TECH BACK--AND YOU WERE THE ONE UPHOLDING IT.
"NOW OUR ROLES HAVE BEEN REVERSED."
"THAT WASN'T ABOUT LAW. IT WAS ABOUT YOU BEING SO FOCUSED ON YOUR GOALS THAT YOU IGNORED THE DAMAGE YOU WERE DOING TO OTHERS.
"EXACTLY LIKE NOW."
ONE THING. I'LL TALK TO TONY STARK. NOT THAT MASK.
UREEET
THAT I CAN DO.

SO... YOU WANTED TO TALK.
RIGHT. LISTEN, ABOUT BILL...YOU HAVE TO KNOW I NEVER--
NOT ABOUT THAT. NOT A GOOD IDEA.
START WITH SOMETHING ELSE.
THAT WALL. THAT'S THE ONE I CAME THROUGH, REMEMBER?
HOW COULD I FORGET?

"THE FIRST TIME WE FOUGHT.
"YOU CAME CRASHING THROUGH THE WALL LIKE A BULL IN A CHINA SHOP, CALLING ME 'CHAMELEON.'
"I HADN'T BEEN AWAKE IN THIS ERA LONG. HADN'T HAD TIME TO REVIEW THE FILES ON CRIMINALS. I HAD NO IDEA WHAT YOU WERE TALKING ABOUT."
"I'D NEVER MET THE CHAMELEON EITHER--HE WAS ONE OF SPIDER-MAN'S. I DIDN'T REALIZE HOW BRILLIANT HE WAS AT DISGUISE.
"WHEN HE SHOWED UP AT MY OFFICE, LOOKING EXACTLY LIKE YOU, SEEMINGLY TORTURED HALF TO DEATH...I MEAN, GOD, STEVE, THE BLOOD SMELLED LIKE REAL BLOOD!
"I BELIEVED HE WAS YOU AND YOU WERE HIM, INFILTRATING THE AVENGERS. THE WHOLE WAY OVER HERE, I IMAGINED ALL THE HORRIBLE THINGS HE'D DONE TO YOU. WHEN I ARRIVED, TALKING WAS NOT HIGH ON MY LIST."

THOSE WERE THE DAYS. WHEN WE COULD ALMOST KILL EACH OTHER AND SMOOTH IT OVER WITH A COUPLE OF WORDS. I WISH I COULD RECALL WHAT YOU SAID...SOMETHING WONDERFULLY OLD-FASHIONED...
I REMEMBER.
"WELL, PARTNER, I'M GLAD IT ALL CAME OUT IN THE WASH. NO HARD FEELINGS?"
"OF COURSE NOT, CAP!"
ANYWAY, WE'RE HERE TO TALK ABOUT WHAT'S GOING ON NOW.
CAN WE START WITH WHY YOU'RE SO DAMN ADAMANT ABOUT THIS? DIDN'T YOU AND I STAND TOGETHER IN THIS VERY SPOT, NOT ALL THAT LONG AGO--
"--AND TRY TO TALK THE YOUNG AVENGERS OUT OF RUNNING AROUND GETTING INTO TROUBLE BECAUSE THEY WERE INEXPERIENCED AND UNTRAINED?
"AND WHEN WE COULDN'T STOP THEM, DIDN'T WE AGREE TO TRAIN THEM?
"THAT'S WHAT THE REGISTRATION ACT DOES. MAKES SURE WOULD-BE HEROES ARE FULLY TRAINED IN THE USE OF THEIR POWERS. FOR THE PUBLIC'S SAFETY, AND THEIR OWN.

"LOOK AT SPIDER-MAN, STILL HAUNTED AFTER ALL THESE YEARS BY THE DEATH OF THAT GIRL HE LOVED...GWEN. IF HE'D BEEN PROPERLY TRAINED, MAYBE HE COULD HAVE BROKEN HER FALL WITHOUT BREAKING HER NECK."
BESIDES, EVERY MALE IN THIS COUNTRY HAS TO REGISTER WITH THE GOVERNMENT WHEN HE TURNS EIGHTEEN. ARE YOU SAYING THAT'S WRONG, TOO?
MOST EIGHTEEN-YEAR-OLDS HAVEN'T MADE ENEMIES OF THE GREEN GOBLIN.
"THAT GIRL DIED BECAUSE A PSYCHOPATH KNEW WHO SPIDER-MAN WAS UNDERNEATH HIS MASK.

"HECTOR AYALA, THE WHITE TIGER, FOUND HIS ENTIRE FAMILY BRUTALLY MURDERED WHEN HIS IDENTITY WAS EXPOSED. THE USAGENT'S PARENTS WERE GUNNED DOWN BY TERRORISTS AFTER HIS NAME WAS MADE PUBLIC."
NO ONE'S IDENTITY BECOMES PUBLIC KNOWLEDGE UNLESS THEY CHOOSE--
COME ON, TONY.
ULTRON. THE MAD THINKER. DR. DOOM. MACHINESMITH. WE HAVE DOZENS OF ENEMIES WHO COULD HACK INTO A GOVERNMENT DATABASE WITHOUT BREAKING A SWEAT.
"BUT EVEN IF THEY COULDN'T--GOVERNMENTS CHANGE, ADMINISTRATIONS COME AND GO. I HAD TO BECOME NOMAD AND LATER THE CAPTAIN WHEN CERTAIN POLITICIANS DECIDED THEY DIDN'T LIKE THE WAY I OPERATED."
THE REGISTRATION ACT TAKES AWAY ANY FREEDOM WE HAVE, ANY AUTONOMY. YOU DON'T KNOW WHO COULD GET ELECTED, HOW PUBLIC SENTIMENT MIGHT CHANGE.
I'M OLD ENOUGH TO REMEMBER JAPANESE-AMERICANS BEING PUT IN CAMPS BECAUSE THEY WERE JUDGED POTENTIAL THREATS TO NATIONAL SECURITY.

THAT'S YOUR PROBLEM, STEVE. ALWAYS LOOKING AT THE PAST.
I LOOK AT THE FUTURE. IT'S WHAT I DO. AND BELIEVE ME WHEN I TELL YOU THAT YOUR WAY IS A LOT MORE LIKELY TO GET US PUT IN CAMPS THAN MINE.
STAMFORD.
STAMFORD.
"EVERYONE SEEMS TO FORGET THE NEW WARRIORS DIDN'T CREATE THAT EXPLOSION. A MASS MURDERER NAMED NITRO DID. A FUGITIVE THEY WERE TRYING TO STOP."
"THEY WERE TRYING TO GET RATINGS FOR THEIR TV SHOW."
I'M NOT CALLING THEM SAINTS, OR EVEN SMART. BUT THEY WERE STILL OUT TO DO SOMETHING GOOD.
WELL, THEIR JUDGMENT WAS BAD. CRIMINALLY SO. WOULD YOU HAVE FOUGHT NITRO IN A POPULATED AREA LIKE THAT?
YOU UP FOR A WALK? I HEARD THE YOUNG AVENGERS FIXED THE MEMORIAL STATUES, AND I'D REALLY LIKE TO PAY MY RESPECTS.

IT WAS STAMFORD THAT CHANGED THINGS FOR YOU, WASN'T IT? BEFORE THAT YOU WENT TO WASHINGTON AND LOBBIED AGAINST THE REGISTRATION ACT.
IT WAS COMING ANYWAY. I ALWAYS THOUGHT IT WAS INEVITABLE, THOUGH I DID TRY TO DELAY IT. BUT AFTER STAMFORD THERE WAS NO STOPPING IT.
BUT YOU'RE NOT JUST BOWING TO THE TIDE OF HISTORY, TONY. YOU TRULY BELIEVE IN THIS, I CAN TELL. AND I DON'T UNDERSTAND WHY.
I...
BECAUSE IT COULD HAVE BEEN ME, STEVE.
IF YOU'RE REFERRING TO THAT DISTURBED BOY WHO CONTROLLED YOUR MIND AND MADE YOU KILL THOSE PEOPLE, THAT'S HARDLY--
NO. I'M NOT TALKING ABOUT MIND-CONTROL, I'M TALKING ABOUT BAD DECISIONS.
STAMFORD. INSTEAD OF THE WARRIORS, IT COULD EASILY HAVE BEEN ME.
RIDICULOUS. YOU'RE A BRILLIANT TACTICIAN. YOU'D NEVER HAVE ENGAGED THE ENEMY SO CLOSE TO A SCHOOL.
I WOULD HAVE IF I'D BEEN DRUNK.

"I NEVER TOLD YOU THIS. NEVER TOLD ANYONE.
"IT WAS WHEN I'D FALLEN OFF THE WAGON, WHEN OBADIAH STANE WAS STEALING MY COMPANY OUT FROM UNDER ME. I STARTED DRINKING...HARD.
"MACHINE MAN SHOWED UP AT MY OFFICE. WE'D NEVER MET, BUT HE WANTED TO TALK TO ME. TO THIS DAY I HAVE NO IDEA WHY; I'M TOO ASHAMED TO ASK.
"I WANTED HIM TO GO AWAY, AND HE WOULDN'T. SO I DECIDED I'D PUT ON MY IRON MAN ARMOR AND THROW HIM OUT.
"YOU KNOW HOW DANGEROUS A DRUNK IS BEHIND THE WHEEL OF A CAR? IMAGINE ONE PILOTING THE WORLD'S MOST SOPHISTICATED BATTLE ARMOR.

"I SWUNG A LAMPPOST AT HIM. MISSED BY A MILE.
"BUT I WOULD HAVE HIT TWO OF MY WORKERS...
"...IF MACHINE MAN HADN'T PUSHED THEM OUT OF THE WAY."
THIS CLOSE.
THIS CLOSE AND I'D BE A MURDERER.

MY GOD, TONY...
BUT HONESTLY, I DON'T SEE HOW REGISTRATION WOULD HAVE MADE A DIFFERENCE. IF WE DIDN'T KNOW YOU WERE DRINKING AGAIN-- YOUR FRIENDS--IF WE COULDN'T STOP YOU...
ONCE I FOUND OUT, I TRIED.
"I REMEMBER."
AND I KNOW REGISTRATION WON'T STOP EVERY TRAGEDY. BUT PEOPLE IN OUR POSITION NEED ACCOUNTABILITY.
SOMEONE WHO, IF I'D KILLED THOSE MEN, WOULD HAVE THROWN ME IN JAIL WHERE I BELONGED.

"WE'VE ALWAYS POLICED OUR OWN. WHEN HANK HAD HIS BREAKDOWN--WHEN HE HIT JAN--WE HELD HIM RESPONSIBLE. TOOK HIM DOWN, GOT HIM HELP. HE SERVED TIME."
KIND OF INTERESTING HE'S ON MY SIDE, ISN'T IT?
HE BELIEVES, AS I DO, THAT HAVING OUR FELLOW HEROES POLICE US ISN'T ENOUGH. THEY HAVE THEIR OWN LIVES, THEIR OWN CONCERNS.
COPS, SOLDIERS, OTHER FIRST RESPONDERS...THEY HAVE OVERSIGHT. INTERNAL AFFAIRS, THE MILITARY POLICE--
LISTEN, TONY, IT MIGHT BE...COMFORTING TO THINK THERE'S SOMEONE WATCHING OVER YOU, SEEING YOU DON'T MAKE MISTAKES. BUT CONSIDER THE DOWNSIDE.
I WAS A COP, REMEMBER? THEY DEAL WITH COUNTLESS FALSE ALLEGATIONS OF ABUSE. IMAGINE WHAT WE'D FACE. WE COULDN'T DO OUR JOBS.
"JUSTIN HAMMER FRAMED YOU FOR MURDER--YOUR ARMOR TAKEN OVER BY REMOTE CONTROL, FORCING YOU TO KILL A DIPLOMAT IN FRONT OF A WORLDWIDE AUDIENCE."
I WAS FRAMED TOO, BY THE SECRET EMPIRE. LOOK, POLICE, SOLDIERS, FIREFIGHTERS--THEY'RE ALL HEROES, MORE SO THAN WE ARE. BUT WE'RE HIGHER PROFILE. BIGGER TARGETS.
IN BOTH OUR CASES, WE WERE ABLE TO PROVE OUR INNOCENCE. YOUR WAY, WE MIGHT STILL BE ROTTING IN PRISON.
AND WHAT IF WE'D BEEN GUILTY?

SEE, THAT'S THE PROBLEM HERE. IT'S WHY YOU CAN'T SEE THINGS FROM MY PERSPECTIVE.
BECAUSE IT'S PREDICATED ON THE PREMISE THAT SUPER HEROES MAKE MISTAKES.
AND YOU'RE CAPTAIN AMERICA. YOU DON'T MAKE MISTAKES.
I...
"I THINK I MAKE MISTAKES."

THERE WAS THAT TIME DURING THE KORVAC AFFAIR...I WAS FRUSTRATED. I YELLED AT YOU FOR NO REASON, EVEN TOOK A SWING--
YOU SPOUTED OFF ONCE. THAT WE BOTH REMEMBER IT PROVES MY POINT. LET'S FACE IT--IF EVERYONE WERE LIKE YOU, WE WOULDN'T NEED REGISTRATION.
BUT THEY'RE NOT. EVERYONE FEELS INADEQUATE NEXT TO YOU. GOD KNOWS I ALWAYS HAVE.
YOU--?
TONY, YOU'RE BRILLIANT. SUCCESSFUL. ONE OF THE RICHEST MEN IN THE WORLD.
"YES, I AM. SO IF I GET THAT WAY, IMAGINE HOW KIDS LIKE CLOAK AND DAGGER FEEL.
"THEY IDOLIZE YOU, STEVE. WE ALL DO."
AND, CONSCIOUSLY OR NOT...
...YOU'RE USING THAT.
I'M WHAT?

HOW MANY WOULD STILL BE RESISTING IF IT WASN'T FOR YOU?
LUKE. MAYBE DAREDEVIL AND THE FALCON. BUT HERCULES CAN'T EVEN SPELL "REGISTRATION." HE JUST KNOWS YOU'RE HIS FRIEND. AND THE YOUNGER ONES...
...THEY DON'T WANT TO DISAPPOINT CAPTAIN AMERICA.
HOW DARE YOU ACCUSE ME OF--
YOU'RE THE ONE WHO'S MANIPULATING PEOPLE. OFFERING THEM HEALTH INSURANCE AND FEDERAL PAYCHECKS TO SIGN THEIR LIVES AWAY.
WHAT YOU DID TO SPIDER-MAN IS UNCONSCIONABLE. HE WEARS HIS NEED FOR A FATHER FIGURE ON HIS SLEEVE, AND YOU PLAYED THE ROLE TO THE HILT TO MAKE HIM DO WHAT YOU ASKED.
PETER'S AN ADULT. HE MADE HIS OWN DECISIONS.
NO, YOU MADE THEM FOR HIM. YOU'RE A GOOD MAN AT HEART, TONY, BUT YOU'VE ALWAYS THOUGHT YOU KNEW BEST BY VIRTUE OF YOUR GENIUS. AND ONCE YOU DECIDE, THAT'S IT.
"LIKE DURING GALACTIC STORM, WHEN YOU DECLARED IT WAS OKAY TO KILL THE SUPREME INTELLIGENCE BECAUSE YOU JUDGED HE WASN'T TECHNICALLY ALIVE."
I WAS THE ONE BEST QUALIFIED TO--
IT WAS ALSO WHAT YOU WANTED. AND WHEN YOU GET DOWN TO IT, WHAT YOU WANT HAS ALWAYS COME FIRST.

"LIKE DATING JAN LESS THAN A MONTH AFTER HER DIVORCE, WITHOUT TELLING HER YOU WERE IRON MAN--ONE OF HER EX-HUSBAND'S BEST FRIENDS."
"I TOLD HER."
"EVENTUALLY. AFTER SHE'D BECOME ATTACHED ENOUGH TO GET HURT... AND YOU'D GOTTEN WHAT YOU WERE AFTER.
"I SAW THAT SIDE OF YOU MYSELF WHEN THE GOVERNMENT TOOK AWAY MY SHIELD.
"YOU MADE ME A NEW ONE--INSISTED I TAKE IT AS A GIFT. KNOWING WE MIGHT COME INTO CONFLICT OVER THE ARMOR WARS. YOU WANTED ME TO FEEL OBLIGATED TO YOU.
"THEN YOU DESTROYED THE GUARDSMEN'S ARMOR. BECAUSE, THROUGH NO FAULT OF THEIR OWN, IT USED SOME OF YOUR STOLEN DESIGNS. NEVER MIND THAT WITHOUT THEM, AN ENTIRE PRISON FULL OF SUPER-CRIMINALS STOOD UNPROTECTED.
"NEVER MIND THAT YOU STRUCK ME DOWN FROM BEHIND IN THE PROCESS."
YOU CAN BE THE NICEST GUY IN THE WORLD, TONY...THE BRAVEST HERO, THE STAUNCHEST ALLY...BUT AT THE END OF THE DAY, WHAT YOU WANT TRUMPS EVERYTHING ELSE.
IT'S A QUALITY I SEE IN A LOT OF ALCOHOLICS.

THAT'S RIGHT. I'D FORGOTTEN.
YOUR FATHER WAS AN ALCOHOLIC, WASN'T HE?
"I'M SURPRISED YOU REMEMBER ME TELLING YOU.
"YOU WERE PRETTY DRUNK AT THE TIME."
IT MAKES SENSE.
A LOT MAKES SENSE NOW.
DON'T. DON'T TRY TO MAKE THIS PERSONAL.
I THINK IT'S A LOT MORE PERSONAL THAN EITHER ONE OF US REALIZED.

"YOU'RE THE PERFECT MAN. YOU LIVE BY IDEALS AND STANDARDS THAT ARE...MORE THAN OUTDATED, THEY'RE IMPOSSIBLE FOR ANYONE BUT YOU.
"AND WHEN YOU'RE CONFRONTED BY THE SHADES OF GRAY, WHEN PEOPLE INEVITABLY DISAPPOINT YOU BECAUSE PEOPLE ARE FLAWED, YOU DO WHAT YOU'VE ALWAYS DONE WHEN THE GOING GOT TOUGH.
"YOU DIG IN YOUR HEELS AND FIGHT EVEN HARDER. NEVER MIND WHETHER YOU CAN WIN. SOMETIMES I THINK YOU'D RATHER GO OUT IN A BLAZE OF GLORY THAN FACE REALITY."
YOU KNOW, EVEN AFTER ALL THESE YEARS, THAT'S ONE OF THE THINGS ABOUT THE MODERN WORLD I'VE HAD THE HARDEST TIME ADJUSTING TO.
ALL THE DAMN PSYCHOBABBLE.
WHAT'S RIGHT IS WHAT'S RIGHT. IF YOU BELIEVE IT, YOU STAND UP FOR IT.
OF ALL THE NAÏVE...
YOU DON'T LIKE THE REGISTRATION ACT, STEVE? DO YOU HAVE ANY IDEA WHAT THE ALTERNATIVES ARE?
I DO. I SAW THE PLANS, WHEN I WAS SECRETARY OF DEFENSE.
HAVE YOU EVER HEARD OF PROJECT WIDEAWAKE?

GRAND CENTRAL TERMINAL
"IMAGINE A SKY FULL OF SENTINELS HUNTING US DOWN. FORCIBLY IMPLANTED INHIBITOR CIRCUITS IN OUR BRAINS, TAKING AWAY OUR POWERS.
"GENETIC TESTING OF THE ENTIRE POPULATION SO ANY POTENTIAL SUPERHUMANS ARE UNDER GOVERNMENT CONTROL BEFORE THEY'RE EVEN BORN."
NEVER HAPPEN. WE'D FIGHT IT. WE'D STOP IT.
WHAT DO YOU THINK I'M TRYING TO DO?

"FROM DAY ONE, I'VE BEEN TRYING TO KEEP THIS FROM GETTING AS BAD AS I KNOW IT CAN BE. AND FROM DAY ONE, YOU'VE BEEN FIGHTING ME.
"NOW IT'S COME TO THIS. BILL DEAD. OLD FRIENDS AT EACH OTHERS'S THROATS. FAMILIES TORN APART."
I KNOW TERRIBLE THINGS HAVE HAPPENED. AND I HATE IT.
I HATE THAT WE'RE IN THIS PATTERN OF MUTUALLY ASSURED DESTRUCTION-- YOU ESCALATE, I ESCALATE.
TELL ME, STEVE! TELL ME WHAT I CAN DO!
WHAT CAN I DO TO MAKE IT STOP?

JOIN ME.
DENOUNCE THE ACT AND HELP ME FIGHT IT.
I CAN'T.
EVEN IF I DIDN'T BELIEVE IN IT--WHICH I DO-- IT'S NOT ABOUT ME. LOSING ME WOULDN'T STOP IT. REED OR HANK OR SOMEONE WOULD TAKE OVER.
BUT THE RESISTANCE IS ALL ABOUT YOU.
YOU CAN PUT AN END TO THIS.
JOIN ME, CAP. HELP ME CHANGE THINGS FROM WITHIN.
WITHIN WHAT? A CELL?
BECAUSE WHETHER OR NOT YOU CAN SEE THE BARS, THAT'S WHERE I'D BE. WHERE WE'D ALL BE.

DAMN YOU!
KTAMM
WE'RE NOT GOING TO SOLVE ANYTHING HERE. I SHOULD GO.
NO. WE'RE NOT DONE.
GET. YOUR HAND. OFF.

CHA-FSSSHHH
KLANK
KLANK
KLANK
KLANK
ALL RIGHT.
KLANK
LET'S GO.

KRASH
THRUTCH
KRAK

...SO WITH IRON MAN UNDER INVESTIGATION FOR MURDER, I'M WITHOUT A BODYGUARD. FAIR GAME FOR KIDNAPPERS, TERRORISTS, ANYONE. IF YOU COULD POSSIBLY--?
I'D BE HAPPY TO GIVE YOU A CRASH COURSE IN THE DEFENSE ARTS, MR. STARK.

NOT BAD. YOU'RE IN SURPRISINGLY GOOD SHAPE FOR A DESK JOCKEY.
I, UM, PLAY A LOT OF TENNIS.

UH-HUH. TENNIS.
I SEE.

NICE. GOOD FOLLOW-THROUGH.
NKK--
GRRAHH--
YOU MAY NOT BE READY FOR A PRIZEFIGHT JUST YET, BUT YOU SHOULD BE ABLE TO HANDLE STREET PUNKS AND THE LIKE.
HUFF... THANKS, TEACH.
"TO BE HONEST, I THINK I REALLY JUST NEEDED TO RELEASE SOME AGGRESSION."

I APPRECIATE YOU TAKING YOUR VALUABLE TIME TO HELP A DESK JOCKEY WITH HIS NEUROSES.
YOU APPRECIATE...? ARE YOU KIDDING?
MR. STARK, WHEN I WOKE UP IN THIS ERA, I HAD NO ONE. NOTHING. YOU GAVE ME A PURPOSE, SOMEWHERE TO BELONG...
"...YOU GAVE ME A HOME."
CAP...
...CALL ME TONY.

WE SHOULD HAVE TALKED SOONER.
YEAH.

MR. STARK... TONY.
HM?
I HAVE A... MESSAGE FOR IRON MAN.
THE NEXT TIME YOU TALK TO HIM...
...TELL HIM I KNOW HE'S INNOCENT. AND TELL HIM IF HE NEEDS ANYTHING--EVER-- I HOPE HE KNOWS...
...I'VE GOT HIS BACK.
THAT'LL MEAN A LOT TO HIM, CAP.

"AND I KNOW HE'D SAY THE SAME."
THE END

CIVIL WAR:
CASUALTIES OF WAR

WE COVERED A LOT OF MARVEL HISTORY IN THIS ISSUE, AND THOUGHT YOU MIGHT WANT TO KNOW WHERE IT ALL CAME FROM! ASSUMING YOU'RE ALREADY FAMILIAR WITH THE SCENES FROM CIVIL WAR, HERE'S THE REST OF THE STORY:

P. 1: AVENGERS MANSION WAS DESTROYED IN AVENGERS #500.

P. 7: IRON MAN FOUGHT CAP IN IRON MAN #228 AND STINGRAY IN IM #226.

P. 9: CAP AND IM'S FIRST BATTLE WAS IN THE CLASSIC TALES OF SUSPENSE #58.

P. 10: CAP AND IM CONFRONTED THE YOUNG AVENGERS IN YA #6.

P. 11: GWEN STACY DIED IN AMAZING SPIDER-MAN #121. THE GREEN GOBLIN UNMASKED SPIDEY IN #39.

P. 12: THE WHITE TIGER'S FAMILY WAS KILLED IN SPECTACULAR SPIDER-MAN #52, USAGENT'S IN CAP #345. CAP BECAME NOMAD IN CAPTAIN AMERICA #180, AND THE CAPTAIN IN #341.

P. 14: THE YOUNG AVENGERS RESTORED THE STATUES IN YA #12.

P. 15-16: TONY WAS IUI (IRON UNDER THE INFLUENCE) IN IRON MAN #168.

P. 17: CAP TRIED AN INTERVENTION IN IM #172.

P. 18: HANK PYM HIT HIS WIFE IN AVENGERS #213. IRON MAN WAS FRAMED FOR MURDER IN IM #124. THE SECRET EMPIRE FRAMED CAP IN ISSUE #170 OF HIS MAG; HE BECAME A COP IN #139.

P. 19: CAP'S WWII PARTNER, BUCKY, SEEMINGLY DIED IN AVENGERS #4.

P. 20: CAP TOOK A SWING AT IM IN AVENGERS #168.

P. 21: OPERATION GALACTIC STORM CULMINATED IN AVENGERS #347.

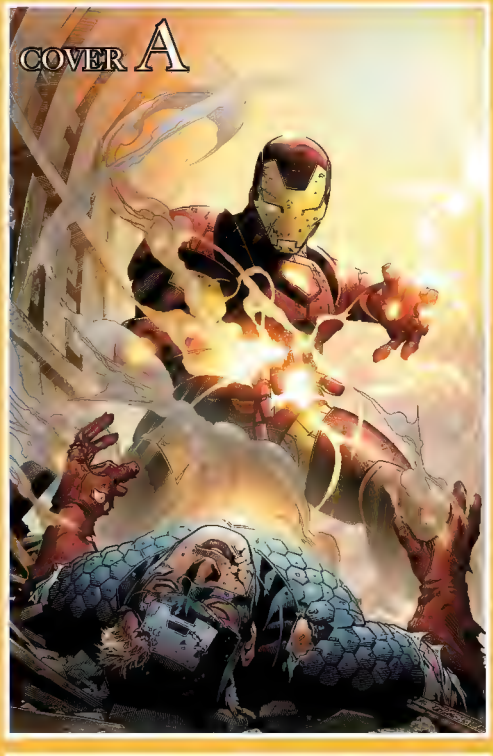
P. 22: TONY STARK ROMANCED JANET VAN DYNE, AKA THE WASP, IN AVENGERS #224. IRON MAN #228 PROVIDES THE OTHER SCENES ON THIS PAGE.

P. 23: IN IM #172, CAP REVEALED TO TONY THAT HIS FATHER WAS ALSO AN ALCOHOLIC.

P. 25: PROJECT WIDEAWAKE WAS FIRST MENTIONED IN UNCANNY X-MEN #141.

P. 32-38: CAP GAVE TONY COMBAT TRAINING IN IRON MAN #125, THOUGH WE HAVE ADDED TO AND FLESHED OUT THE ORIGINAL SCENE.

THANKS TO THE ORIGINAL CREATORS FOR GIVING US THOSE CLASSIC TALES...AND TO YOU FOR READING THIS ONE!
– CHRIS, JEREMY, ANDY & THE GANG



13

IRON MAN

A MARVEL® COMICS EVENT

CIVIL WAR™

(c) 2006 Marvel Characters, Inc. All rights reserved.

WWW.MARVEL.COM

KNAUF

ZIRCHER

WHEN BILLIONAIRE INDUSTRIALIST TONY STARK DONS SOPHISTICATED STEEL-MESH ARMOR OF HIS OWN DESIGN, HE BECOMES A LIVING HIGH-TECH WEAPON--THE WORLD'S GREATEST HUMAN FIGHTING MACHINE.

THE INVINCIBLE IRON MAN

PREVIOUSLY IN IRON MAN...

As a result of a bio-magnetic device implanted in his brain long ago by Ho Yinsen, Tony Stark fell under the control of Yinsen's vengeful son. Under the boy's command, Iron Man was compelled to track down and brutally execute the individuals responsible for the murder of young Yinsen's mother.

Tony Stark deactivated the implant and exposed the plot just in time to save the last target, former Taliban leader, Karim Mahwash Najeeb, now an international peace activist and Nobel Prize nominee.

Nevertheless, while under the deranged boy's control, Iron Man claimed untold collateral lives, including an airliner full of innocent civilians. The entire incident was subsequently covered up by U.S. Secretary of Defense, Jack Kooning.

PREVIOUSLY IN CIVIL WAR...

The Superhuman Registration Act has been passed, requiring all people possessing paranormal abilities to register with the government. Those who do not register are considered fugitives.

Some heroes view the Act as an assault on their civil liberties: Captain America, after being called upon to hunt down fellow heroes in defiance of the Registration Act, goes underground, forming a resistance movement.

Other heroes see the Act as a natural evolution of superhumans' role in society, and a reasonable request: Iron Man has become the leader of the pro-registration movement, working closely with S.H.I.E.L.D. and the U.S. government to uphold this new law.

Writers
Daniel & Charles Knauf

Penciller
Patrick Zircher

Inker
Scott Hanna

Colorist
GURU eFX

Letterer
VC's Joe Caramagna

Cover Art
Adi Granov

Production
Rich Ginter

Assistant Editors
Molly Lazer & Aubrey Sitterson

Associate Editor
Nicole Boose

Editor
Tom Brevoort

Editor in Chief
Joe Quesada

Publisher
Dan Buckley

To find Marvel Comics at a local comic shop, call 1-888-COMICBOOK.

IRON MAN (ISSN #1093-0809) **No. 13, December, 2006.** Published Monthly except semi-monthly in June by MARVEL PUBLISHING, INC., a subsidiary of MARVEL ENTERTAINMENT, INC. OFFICE OF PUBLICATION: 417 5th Avenue, New York, NY 10016. **PERIODICALS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES.**

© 2006 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

$2.99 per copy in the U.S. and $3.75 in Canada (GST #R127032852) in the direct market and $2.99 per copy in the U.S. and $4.25 in Canada (GST #R127032852) through the newsstand; Canadian Agreement #40668537. **Printed in the USA.** Subscription rate (U.S. dollars) for 12 issues: U.S. $27.00; Canada $37.00; Foreign $39.00. **POSTMASTER: SEND ALL ADDRESS CHANGES TO IRON MAN, C/O MARVEL SUBSCRIPTION DEPT. P.O. BOX 110 NEWBURGH, NY 12550. TELEPHONE # (800) 217-9158. FAX # (845) 457-5029. subscriptions@marvelsubs.com.** ALAN FINE, President & CEO Of Marvel Toys and Marvel Publishing, Inc.; DAVID BOGART, VP Of Publishing Operations; DAN CARR, Executive Director of Publishing Technology; JUSTIN F. GABRIE, Managing Editor; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Joe Maimone, Advertising Director, at jmaimone@marvel.com or 212-576-8534. For Marvel subscription inquiries, please call 800-217-9158.

(c) 2009 Marvel Characters, Inc. All rights reserved.

THIS IS WHAT'S LEFT OF STAMFORD, CONNECTICUT.
HUNDREDS OF INNOCENT PEOPLE, DEAD AND WOUNDED...
SCHOOL SPEED LIMIT
NO ONE MEANT FOR THIS TO HAPPEN. THOSE RESPONSIBLE REGARDED THEMSELVES AS HEROES.
THEY HAD NOTHING BUT GOOD INTENTIONS...
BUT GOOD INTENTIONS ALONE DON'T EQUAL GOOD OUTCOMES.
JEEZ, TONY'S A NATURAL. HE SHOULD BE NARRATIN' THEM NATIONAL GEOGRAPHIC SHOWS! DONT'CHA THINK, MRS. RENNIE?
QUIET, HAPPY... SHHH.
WITHOUT TRAINING, WITHOUT GUIDELINES, WITHOUT OVERSIGHT, GOOD INTENTIONS ARE MEANINGLESS.
PEOPLE DIE...
...CHILDREN DIE.
GOOD MOVE, PETER! KEEP THOSE EYES COVERED OR THE DREADNOUGHT'LL IRRADIATE HALF A BLOCK!

"I'M HERE TODAY TO ASK ALL THOSE WHO REGARD THEMSELVES AS HEROES, DID THIS NEED TO HAPPEN?
"NEED IT HAPPEN AGAIN?"
TONY! WHERE ARE YOU?
THE BAD NEWS IS I'M IN LOS ANGELES NARRATING A PUBLIC SERVICE ANNOUNCEMENT...
SO WHAT'S THE GOOD NEWS?
I'M ALSO ABOUT TO SAVE YOU A BUTT-LOAD OF RECONSTRUCTIVE SURGERY.
BLAM
CHK
BLAM
CHK
BLAM
UNH!

WHAT THE--

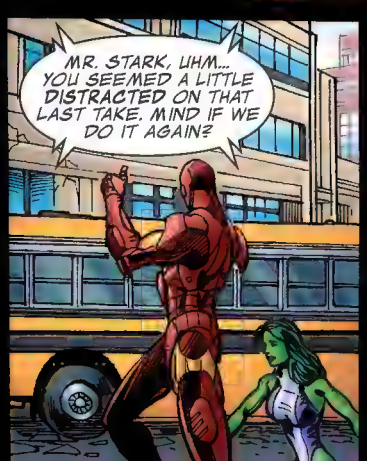
"UNDER THE SUPERHUMAN REGISTRATION ACT, THE NEW WARRIORS WOULD HAVE COMPLETED A RIGOROUS, STRUCTURED INTERNSHIP PROGRAM...
REEEEE-ZAAAT!
"ONCE CERTIFIED, THEY WOULD HAVE UNDERGONE PERIODIC ASSESSMENTS OF THEIR PHYSICAL FITNESS, JUDGMENT AND STREET-SMARTS..."
ALL OF US MISS THE DAYS WHEN WE COULD CHARGE INTO A CRISIS, TAKE DOWN THE BAD GUYS AND DISAPPEAR INTO THE NIGHT...
BUT THE TRAGIC EVENTS THAT UNFOLDED HERE HAVE CHANGED EVERYTHING.
CUT!
WHAT'S WRONG?
TONY, PICK UP THAT LAST LINE AGAIN. MORE ENERGY! MORE PATHOS!
I'LL SHOW THAT PUNK DIRECTOR PATHOS--
DON'T TAKE IT PERSONALLY, HAPPY. YOU'RE MR. STARK'S BODYGUARD, NOT HIS ACTING COACH.
ALL OF US MISS THE DAYS WHEN WE COULD CHARGE INTO A CRISIS, TAKE DOWN THE BAD GUYS AND DISAPPEAR INTO THE NIGHT...

"BUT THE TRAGIC EVENT THAT DEVASTATED STAMFORD HAS CHANGED EVERYTHING.
"MANY OF US FEEL THAT ISN'T FAIR...
"MANY OF US CITE OUR COUNTLESS ACTS OF HEROISM...
BA-BA-BA-
BAM!
"OUR UNTARNISHED REPUTATIONS...
SCHOOL
"OUR UNCOMPROMISING DEDICATION TO THE PRINCIPLES OF JUSTICE AND MORAL VIRTUE...
SCHOOLS 116
"ALL OF US RESENT BEING PAINTED WITH THE SAME BRUSH AS THOSE RESPONSIBLE FOR THIS TRAGEDY..."
KRE-KRAK!

"BUT THE VERY PEOPLE WE'VE PLEDGED TO SERVE NO LONGER TRUST US. NOW, WE DESPERATELY SEEK AN OPPORTUNITY TO REGAIN A MEASURE OF THAT TRUST...
"REGISTRATION GIVES US THAT OPPORTUNITY.
"REGISTRATION IS A SOLEMN PLEDGE THAT THERE WILL NEVER BE ANOTHER STAMFORD DISASTER."
CHA-CHK
MOVE: ARCHIMEDES PULSE

BOOM!

AND CUT!


MR. STARK, UHM... YOU SEEMED A LITTLE DISTRACTED ON THAT LAST TAKE. MIND IF WE DO IT AGAIN?

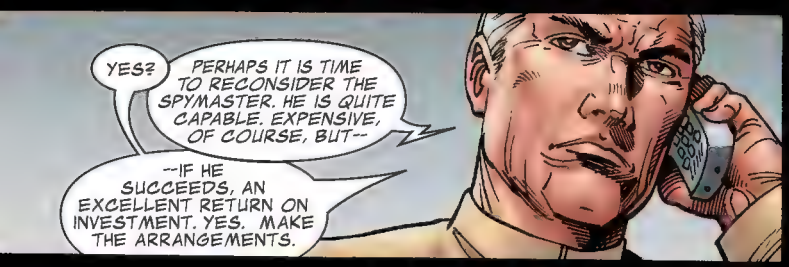
YOU'RE THE DIRECTOR...

POST
I HATE THIS STUFF.
THEN YOU'LL HAVE PLENTY TO HATE FOR THE NEXT FEW WEEKS. TUESDAY, LARRY KING. WEDNESDAY, YOU'VE GOT A DOUBLE-HEADER. O'REILLY IN THE AFTERNOON, THEN THE DAILY SHOW--
GO ON AHEAD. THIS WON'T BE A MINUTE.
BE-BEEP
YOU HAVEN'T RETURNED MY CALLS.
THE PRESIDENT DEEPLY APPRECIATES THE WAY YOU'VE LANDED ON THIS ISSUE.
YEAH. HE TOLD ME THAT ON THE 9TH GREEN AT LOWES ISLAND.
A LOT OF PEOPLE HAVE CHANGED THEIR MINDS ABOUT YOU, STARK. A LOT OF IMPORTANT PEOPLE.
YOU DEFINITELY MADE THE RIGHT PLAY ON THIS DEAL.
SECRETARY KOONING, LET'S GET SOMETHING STRAIGHT. I DON'T CARE ABOUT WHAT PEOPLE THINK OF ME--ESPECIALLY IMPORTANT PEOPLE WHO CONSIDER THE REGISTRATION ACT ONE SMALL PART OF A BROADER AGENDA.
BE THAT AS IT MAY, YOUR PASSION AND DEDICATION TO THE ISSUE HAS CREATED AN OPPORTUNITY THAT I THINK YOU MAY FIND VERY INTERESTING.
WHAT KIND OF OPPORTUNITY?
HOW WOULD YOU FEEL ABOUT TAKING COMMAND OF S.H.I.E.L.D.?
FORGET IT.
C'MON, STARK. YOU MIGHT WANT TO GIVE THIS A LITTLE THOUGHT BEFORE YOU--
I JUST DID, AND YOU HAVE MY ANSWER. ANYTHING ELSE?

OKAY, THEN. YOU BE SURE TO GIVE MY REGARDS TO ALL THOSE IMPORTANT PEOPLE.
LISTEN, STARK, I COVERED YOUR ASS. IT'S TIME FOR YOU TO COVER MINE.
DO YOU HAVE ANY IDEA WHAT KIND OF STRINGS I HAD TO PULL TO BURY THAT MESS YOU MADE WITH YINSEN'S KID?
THERE WERE OVER TWO HUNDRED CIVILIANS ON THAT AIRLINER YOU TOOK DOWN. MEN, WOMEN, CHILDREN...
IF IT HADN'T BEEN FOR ME, SPEEDBALL WOULDN'T BE THE POSTER BOY FOR REGISTRATION...
...YOU WOULD.
JACK, IF YOU DON'T TAKE YOUR HAND OFF MY WRIST, I'LL HAVE TO BREAK IT OFF.
THE OFFER STILL STANDS. WE'LL TALK SOON.
NO, PEP, I DIDN'T FORGET. WHADDAYA THINK I AM, SUICIDAL? I GOT THE TICKETS. YOU GET THE EARPLUGS AND NO-DOZ, HOKAY?
AWP! GOTTA GO...
SOMETHIN' WRONG, BOSS?

STOCKHOLM, SWEDEN
THE OFFICES OF KARIM MAHWASH NAJEEB
CHAIRMAN, WORLD ISLAMIC PEACE COALITION
YOUR GREAT PRESIDENT ROOSEVELT SAID IT BEST WHEN HE STATED THAT ALL WE HAVE TO FEAR IS FEAR ITSELF...
ISLAM IS A RELIGION OF PEACE. I UNDERSTAND THAT TIMOTHY MCVEY WAS A CHRISTIAN FUNDAMENTALIST. DO WE JUDGE ALL CHRISTIANS FOR HIS CRIMES? OF COURSE NOT...
ISN'T IT, THEN, A BIT ABSURD TO JUDGE ALL MUSLIMS BY THE CRIMINAL ACTS OF A FEW EXTREMISTS?
TRUE, DR. NAJEEB. BUT THEN, THE NEW TESTAMENT DOESN'T PREACH THE CONCEPT OF JIHAD.
PERHAPS YOU HAVEN'T STUDIED THE BOOK OF REVELATIONS...
EXCUSE ME?
I AM SIMPLY TRYING TO BRIDGE THE GAPS BETWEEN ALL CULTURES--MUSLIM, JUDEO-CHRISTIAN, HINDU AND BUDDHIST. ONLY THROUGH UNDERSTANDING CAN WE ACHIEVE TRUE AND LASTING PEACE.
I AM SO SORRY. I MUST TAKE THIS. DO YOU HAVE ANY FURTHER QUESTIONS?
ACTUALLY YES. BUT OFF THE RECORD...
WITH ALL THE PROGRESS YOU'VE MADE IN THE MIDDLE EAST, HAVE YOU CONSIDERED BROKERING A PEACE SETTLEMENT BETWEEN THE SUPER HEROES FIGHTING OVER THE REGISTRATION ACT BACK IN THE U.S.?
AHH YES...I HAVE READ ABOUT THIS IN THE NEWSPAPERS...
BEYOND MY MEAGER SKILLS, I AM AFRAID.
YES?
I HAVE PROCURED THE SECOND OF THE TEN.
AND WHAT OF THE MAN?

BANGKOK, THAILAND
JEWELRY
JADE
I HAVE A PROMISING LEAD IN BAOTOU. BUT IT WILL TAKE TIME TO TRACK IT DOWN. THOSE WHO HOLD HIM HAVE LEFT A TRAIL OF DEATH IN THEIR WAKE.
SO, FOLLOW THE BODIES.
I WISH IT WAS THAT SIMPLE. BUT THE BODIES LIE IN ALL DIRECTIONS, AND THERE IS ONLY ME.
PERHAPS...


YES?
PERHAPS IT IS TIME TO RECONSIDER THE SPYMASTER. HE IS QUITE CAPABLE. EXPENSIVE, OF COURSE, BUT--
--IF HE SUCCEEDS, AN EXCELLENT RETURN ON INVESTMENT. YES. MAKE THE ARRANGEMENTS.

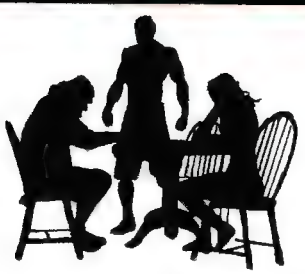
NEVERTHELESS, YOU WILL CONTINUE THE SEARCH...

NOW MORE THAN EVER, WE NEED SUCH AN ALLY AS THE MAN YOU SEEK.

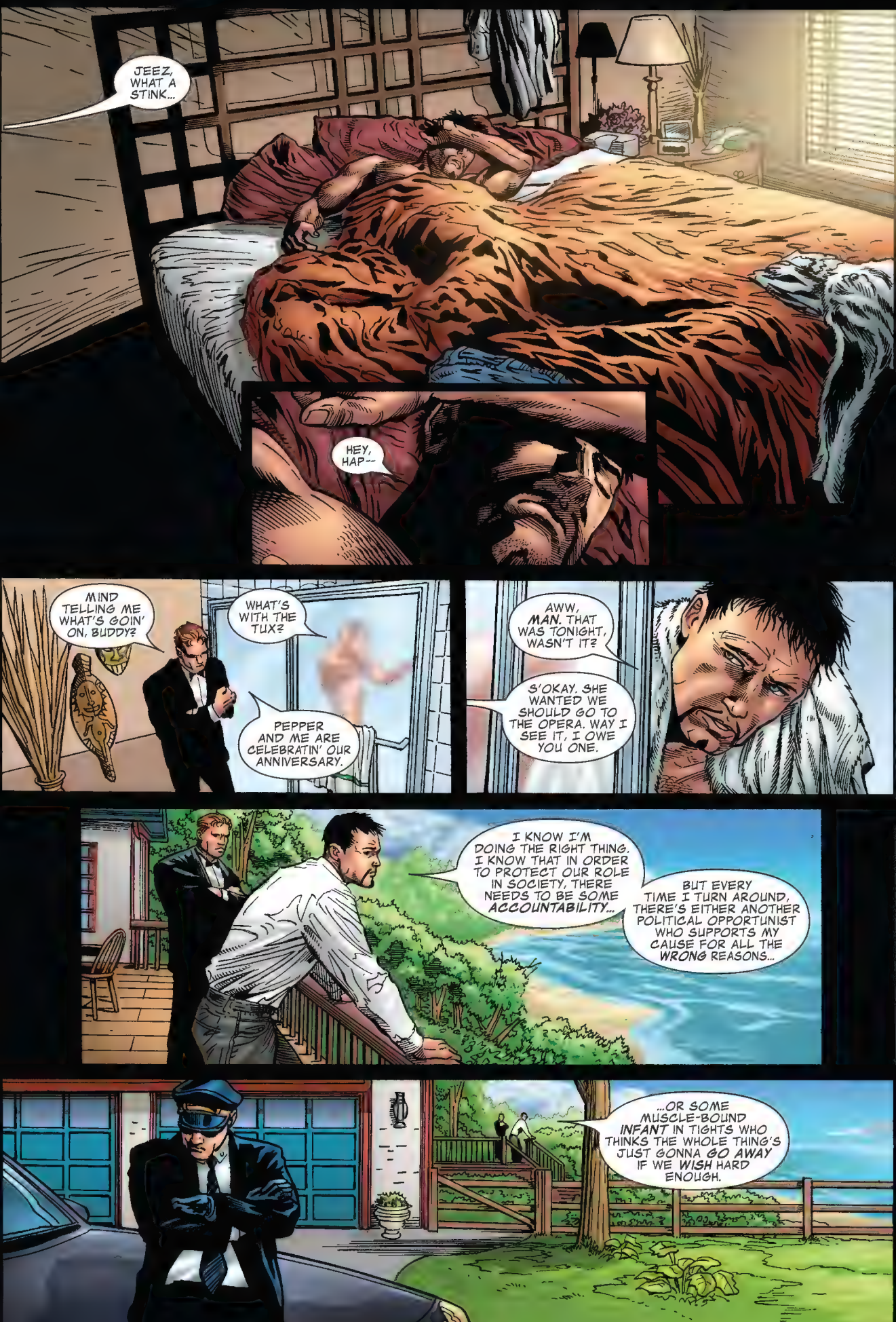
MARIN COUNTY. THE HOME OF SAL KENNEDY.
I CAN'T AFFORD THE PAY CUT.
I THINK YOU'RE CRAZY, DUDE.
YOU GOT THE SECRETARY OF THE FREAKIN' DEFENSE ALL WET TO HAND YOU THE KEYS TO THE KINGDOM, AND YOU SAY "NO THANKS"?

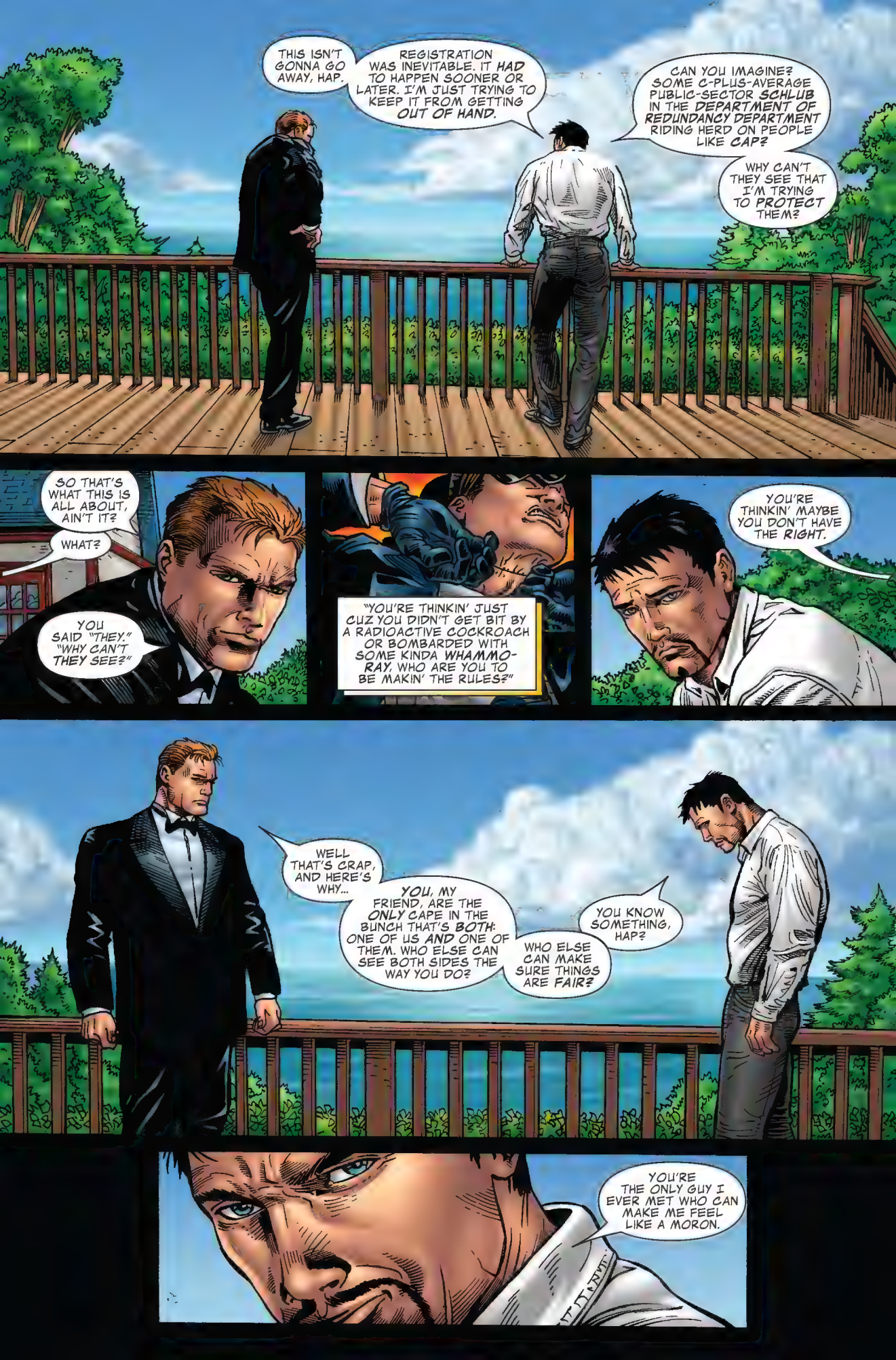
WISE
YEAH. THAT'S GOOD.
THE GUY THREATENED ME. MADE NOISES ABOUT HOW HE'D COVERED MY BUTT ON THE YINSEN DEAL.
YEAH. OUT OF THE KINDNESS OF HIS HEART, RIGHT?
CAN YOU IMAGINE IF THAT WHOLE DEAL MADE THE FRONT PAGE? KOONING WASN'T LOOKING OUT FOR YOU. HE WAS LOOKING OUT FOR THE POWERS-THAT-BE.
I KNOW THAT...
BUT IF I TAKE THE GIG, HE'LL THINK IT'S BECAUSE I THINK THAT HE OWNS ME.
WHAT DO YOU CARE WHAT HE THINKS?
MOVE THAT HELMET OR YOU'LL BE EATING OUT OF IT.
EINSTEIN SAID HE WOULDN'T JOIN A CLUB THAT WOULD HAVE HIM AS A MEMBER--
ACTUALLY, THAT WAS GROUCHO MARX.
SAME DIFFERENCE. ANYWAY, THAT'S HOW I'M FEELING THESE DAYS.
LIKE GROUCHO?
NO, GENIUS. LIKE, EVER SINCE I CAME OUT IN SUPPORT OF REGISTRATION, I SEEM TO BE DRAWING FLIES FROM THE LEFT AND THE RIGHT.
I'VE GOT LIMOUSINE-LIBERAL MOONBATS EXPECTING ME TO EMBRACE GUN CONTROL AND RIGHT-WING NUTTERS CRAWLING UP MY HOOP TO CHEERLEAD THE PATRIOT ACT!
YOU FEEL LIKE YOU'RE PLAYING FOR THE WRONG TEAM?
NO. I MEAN...
NO.
TONY'S JUST SAYING THAT A LOT OF THE PLAYERS ON THE TEAM ARE, WELL...
BUTT-MONKEYS?
ACTUALLY, I WAS GONNA SAY TOOLS, BUT BUTT-MONKEYS WORKS FOR ME.

SO YOU THINK I AM PLAYING FOR THE WRONG TEAM?
DID I SAY THAT?
YOU KINDA DID.
NO, I SAID THAT'S WHAT HE WAS SAYING.
STILL...
WISE
WHO WANTS ANOTHER BEER?
YOU THINK I'M WRONG.
LET IT GO, TONY.
NO, MAYA. I WANT TO HEAR WHAT SAL HAS TO SAY.
SHE'S RIGHT, TONY. LET'S DROP IT.
NO. LET'S HEAR IT. YOU THINK I'M WRONG.
WHAT I THINK... IS THAT YOU'RE NOT NEARLY AS SURE ABOUT THIS AS YOU'RE GOING TO NEED TO BE TO SEE IT THROUGH.



IN WHAT IS ALREADY BEING CALLED "THE TRIAL OF THE CENTURY," ROGUE SUPER HERO ROBBIE "SPEEDBALL" BALDWIN WILL BE FACING A JURY ON WHAT MAY BE HUNDREDS OF HOMICIDE COUNTS...
File Photo
...DEFENSE ATTORNEYS ARE TIGHT-LIPPED ABOUT THEIR STRATEGY, BUT SOME SAY BALDWIN MAY BE CONSIDERING A PLEA OF TEMPORARY INSANITY--
--UNDER THE SUPERHUMAN REGISTRATION ACT, THE NEW WARRIORS WOULD HAVE BEEN PROPERLY TRAINED. EACH WOULD HAVE--
CLK
CLK
--WHAT HAPPENS WHEN HOT YOUNG COEDS DECIDE TO GET CRAAAZY? FIND OUT IN "GIRLS GONE CRAZY 4..."
SO, UHM, TONY...
YEH?
WHADDAYA SAY YOU AND ME GO DOWN TO THE GYM FOR A WORKOUT?
NO. THAT'S OKAY. YOU GO ON.
TONY?
YEH?
DO I LOOK LIKE I WORK OUT?
SURE, SAL. YOU LOOK GREAT...
...YEAH, HE'S BEEN HERE THE WHOLE TIME. I'VE NEVER SEEN HIM LIKE THIS.
I HAVE. DON'T WORRY, DR. KENNEDY. WE'LL HANDLE THIS...


JEEZ, WHAT A STINK...
HEY, HAP--
MIND TELLING ME WHAT'S GOIN' ON, BUDDY?
WHAT'S WITH THE TUX?
PEPPER AND ME ARE CELEBRATIN' OUR ANNIVERSARY.
AWW, MAN. THAT WAS TONIGHT, WASN'T IT?
S'OKAY. SHE WANTED WE SHOULD GO TO THE OPERA. WAY I SEE IT, I OWE YOU ONE.
I KNOW I'M DOING THE RIGHT THING. I KNOW THAT IN ORDER TO PROTECT OUR ROLE IN SOCIETY, THERE NEEDS TO BE SOME ACCOUNTABILITY...
BUT EVERY TIME I TURN AROUND, THERE'S EITHER ANOTHER POLITICAL OPPORTUNIST WHO SUPPORTS MY CAUSE FOR ALL THE WRONG REASONS...
...OR SOME MUSCLE-BOUND INFANT IN TIGHTS WHO THINKS THE WHOLE THING'S JUST GONNA GO AWAY IF WE WISH HARD ENOUGH.


THIS ISN'T GONNA GO AWAY, HAP.
REGISTRATION WAS INEVITABLE. IT HAD TO HAPPEN SOONER OR LATER. I'M JUST TRYING TO KEEP IT FROM GETTING OUT OF HAND.
CAN YOU IMAGINE? SOME C-PLUS-AVERAGE PUBLIC-SECTOR SCHLUB IN THE DEPARTMENT OF REDUNDANCY DEPARTMENT RIDING HERD ON PEOPLE LIKE CAP?
WHY CAN'T THEY SEE THAT I'M TRYING TO PROTECT THEM?
SO THAT'S WHAT THIS IS ALL ABOUT, AIN'T IT?
WHAT?
YOU SAID "THEY." "WHY CAN'T THEY SEE?"
"YOU'RE THINKIN' JUST CUZ YOU DIDN'T GET BIT BY A RADIOACTIVE COCKROACH OR BOMBARDED WITH SOME KINDA WHAMMO-RAY, WHO ARE YOU TO BE MAKIN' THE RULES?"
YOU'RE THINKIN' MAYBE YOU DON'T HAVE THE RIGHT.
WELL THAT'S CRAP, AND HERE'S WHY...
YOU, MY FRIEND, ARE THE ONLY CAPE IN THE BUNCH THAT'S BOTH: ONE OF US AND ONE OF THEM. WHO ELSE CAN SEE BOTH SIDES THE WAY YOU DO?
WHO ELSE CAN MAKE SURE THINGS ARE FAIR?
YOU KNOW SOMETHING, HAP?
YOU'RE THE ONLY GUY I EVER MET WHO CAN MAKE ME FEEL LIKE A MORON.

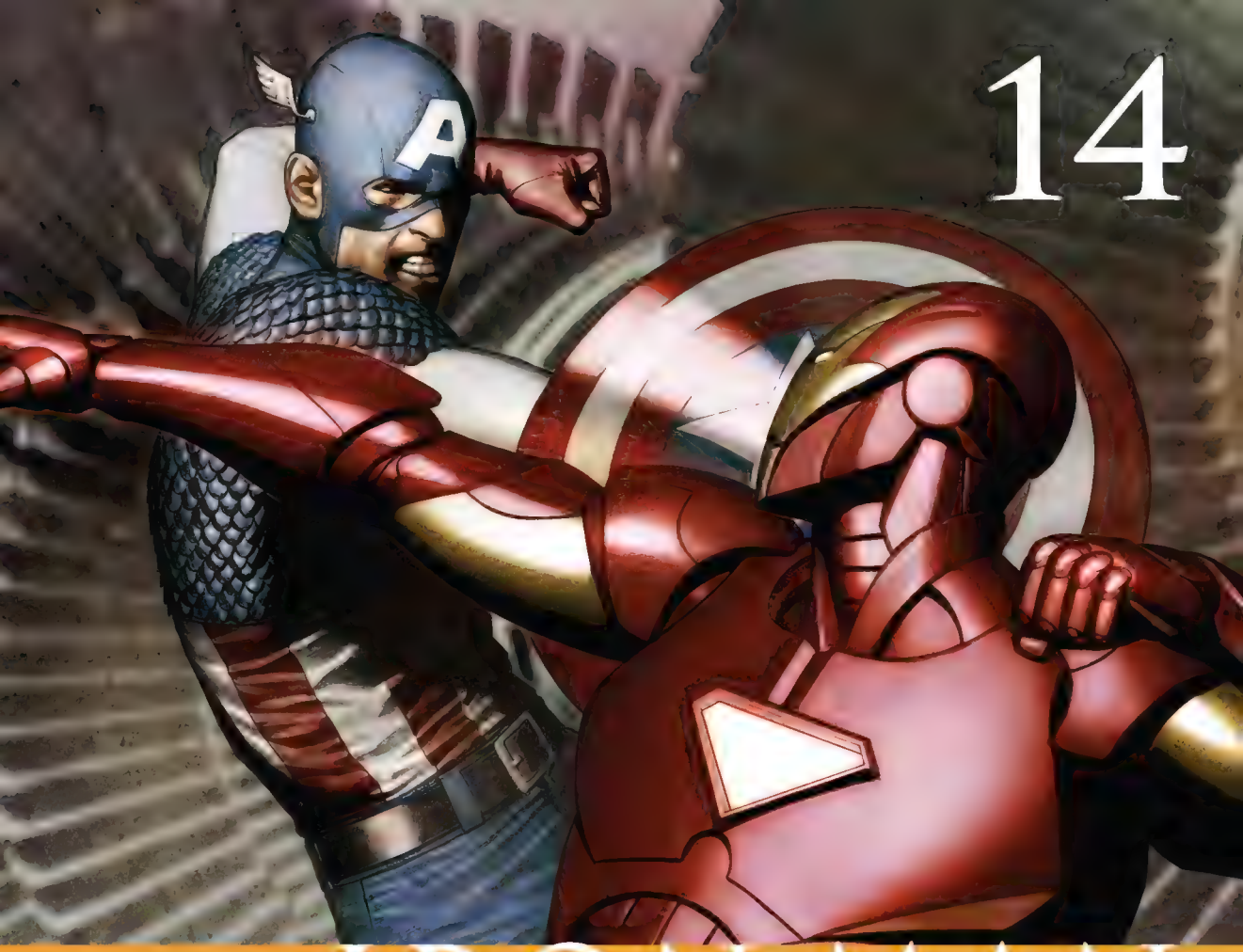
TONY WAS JUST IN ONE OF HIS FUNKS, BABE, BUT I STRAIGHTENED HIM OUT...YEAH, HE'S OKAY. I'LL MEET YOU AT THE THEATER. COUPLE HOURS, TOPS.
YEAH, I'LL BE THERE! JEEZ, PEP...
I LOVE YOU TOO. BYE BYE.
BOOF!
CR-RACK!

DON'T DIE YET, MR. HOGAN. I NEED LIVE BAIT.
HAP? HAP, YOU THERE...?
TONY STARK... CELL
...UUHHHRG... SPYMASTER GOT...DROP...
.57 Cal. F/I Stacked Projectile. SA
DANGER: Carbon Fiber. Does Not Use Standard Loads

.57 VIBRANIUM
WHA--?
ROUND TWO, PINHEAD.
CR-RUNCH!
SINCE I BEEN EIGHT, I TRAINED EVERY MORNING AT PADDY'S CLUB ON MOTT AND MULBERRY...
...'CEPT FOR HOLY DAYS O' OBLIGATION, OF COURSE.
K-KRAKK!
THE BOSS SAYS IT'S FORCE O' HABIT, BUT THAT AIN'T IT. I WORK THAT BAG CUZ I KNEW...
SMAK!
I JUST KNEW...
...SOMEDAY I'D GET A CHANCE TO RIP ONE'A YOU PANTYWAIST SUPER-GOONS A NEW ONE.

AND GUESS WHAT...?
TODAY'S THE DAY.
YES, MR. HOGAN. TODAY IS THE DAY.
AND TOMORROW WILL BE PEPPER'S DAY.
FUNNY...
...SOMETHING TELLS ME TOMORROW WILL BE A VERY... LONG...DAY.
GRK

SORRY... PEPPER...
"SO SORRY..."
TO BE CONTINUED...



14

IRON MAN

A MARVEL COMICS EVENT

CIVIL WAR

KNAUF

ZIRCHER

(c) 2009 Marvel Characters, Inc. All rights reserved.

WWW.MARVEL.COM

WHEN BILLIONAIRE INDUSTRIALIST TONY STARK DONS SOPHISTICATED STEEL-MESH ARMOR OF HIS OWN DESIGN, HE BECOMES A LIVING HIGH-TECH WEAPON--THE WORLD'S GREATEST HUMAN FIGHTING MACHINE.

THE INVINCIBLE IRON MAN

PREVIOUSLY IN CIVIL WAR...

The Superhuman Registration Act has been passed, requiring all people possessing paranormal abilities to register with the government. Those who do not register are considered fugitives.

Some heroes view the Act as an assault on their civil liberties: Captain America, after being called upon to hunt down fellow heroes in defiance of the Registration Act, goes underground, forming a resistance movement.

Other heroes see the Act as a natural evolution of superhumans' role in society, and a reasonable request: Iron Man has become the leader of the pro-registration movement, working closely with S.H.I.E.L.D. and the U.S. government to uphold this new law.

PREVIOUSLY IN IRON MAN...

Secretary of State Jack Kooning offers Tony a position as director of S.H.I.E.L.D., the intelligence and security organization. Tony rejects the offer, but it leads to deeper conflicts about his own role as a hero and a player in the Civil War.

From his office in Stockholm, Taliban leader-turned-peace-activist Karim Mahwash Najeeb has sent a henchman on a mysterious and apparently violent mission. He instructs the henchman to employ the Spymaster in his search.

As Tony drifts further into an emotional funk, he gets a visit from his friend Happy Hogan, concerned for Tony's well-being. As Hogan then heads to an anniversary date with his wife, he is brutally attacked by the Spymaster while Tony listens helplessly over the phone.

Writers	Penciler	Inker	Colorist
Daniel & Charles Knauf	Patrick Zircher	Scott Hanna	GURU eFX
Letterer	**Cover Art**	**Production**	**Assistant Editors**
VC's Joe Caramagna	Adi Granov	Brad Johansen	Molly Lazer & Aubrey Sitterson
Associate Editor	**Editor**	**Editor in Chief**	**Publisher**
Nicole Goose	Tom Brevoort	Joe Quesada	Dan Buckley

To find Marvel Comics at a local comic shop, call 1-888-COMICBOOK.

IRON MAN (ISSN #1093-0809) No. 14, January, 2007. Published Monthly by MARVEL PUBLISHING, INC., a subsidiary of MARVEL ENTERTAINMENT, INC. OFFICE OF PUBLICATION: 417 5th Avenue, New York, NY 10016. PERIODICALS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES.

© 2006 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

$2.99 per copy in the U.S. and $3.75 in Canada (GST #R127032852) in the direct market and $2.99 per copy in the U.S. and $4.25 in Canada (GST #R127032852) through the newsstand; Canadian Agreement #40668537. **Printed in the USA.** Subscription rate (U.S. dollars) for 12 issues: U.S. $27.00; Canada $37.00; Foreign $39.00. POSTMASTER: SEND ALL ADDRESS CHANGES TO IRON MAN, C/O MARVEL SUBSCRIPTION DEPT. P.O. BOX 110 NEWBURGH, NY 12550. TELEPHONE # (800) 217-9158. FAX # (845) 457-5029. subscriptions@marvelsubs.com. ALAN FINE, President & CEO Of Marvel Toys and Marvel Publishing, Inc.; DAVID BOGART, VP Of Publishing Operations; DAN CARR, Executive Director of Publishing Technology; JUSTIN F. GABRIE, Managing Editor; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Joe Maimone, Advertising Director, at jmaimone@marvel.com or 212-576-8534. For Marvel subscription inquiries, please call 800-217-9158.

(c) 2009 Marvel Characters, Inc. All rights reserved. WWW.MARVEL.COM

STARK TOWER
ALL I NEED IS FIVE MINUTES ALONE WITH HIM...
...BUT HE'S NEVER ALONE.
SO THAT'S HOW THEY'VE MANAGED TO FLY UNDER MY RADAR...
YES. THEY'VE COBBLED TOGETHER A SOPHISTICATED COMM NET EXCLUSIVELY BASED ON PRE-70s ANALOG TECH, UTILIZING COMMERCIAL RADIO TRANSMITTERS AS RELAYS, FLIPPING FREQS EVERY 1.8 SECONDS...
CAP ALWAYS DID HAVE A THING FOR VACUUM TUBES.
FLIPPANT, SELF-DEPRECATING WHEN HE NEEDS TO BE...
THE REAL CHALLENGE IS DECODING IT. THEY'RE ACTUALLY USING A VARIANT OF THE OLD WEHRMACHT ENIGMA DEVICE TO ENCRYPT ALL THEIR VOICE COMMUNICATIONS.
CAN WE CRACK IT?
ASKING ALL THE RIGHT QUESTIONS...
I'M STILL WORKING ON THAT. AT THIS POINT, I DON'T HAVE EARS ON IT. BUT WE CAN TRANSMIT. WE COULD SEND THEM MESSAGES, JAM IT WITH CHATTER--
MAYBE INITIATE SOME PSY-OPS--
NO. THEY'LL JUST SHUT IT DOWN BEFORE REED CAN DECRYPT IT.
ONCE I DO, WE'LL BE ABLE TO MONITOR THEIR TRANSMISSIONS, TRACK THEIR MOVEMENTS. IT'LL GIVE US A MAJOR STRATEGIC EDGE--
--AND IT COULD TAKE MONTHS. THIS IS SOMETHING WE CAN EXPLOIT NOW--MESS WITH THEIR HEADS BIG-TIME, MAKE THEM PARANOID, DISTRACT THEM IN THE HEAT OF BATTLE...
ALWAYS LISTENING, CAREFULLY CONSIDERING ALL HIS OPTIONS...

I'M WITH BISHOP. WE MAINTAIN RADIO SILENCE AND LET REED DO HIS THING. NO TRANSMISSIONS UNDER ANY CIRCUMSTANCES.
DISTILLING, CALCULATING, CALLING SHOTS...
ALWAYS ON THE MOVE...
↑ Elevators
QUANTICO, VIRGINIA. SUPERHUMAN TRAINING GROUNDS.
RELENTLESSLY PURSUING HIS AGENDA...
PLAYING THE VISIONARY...

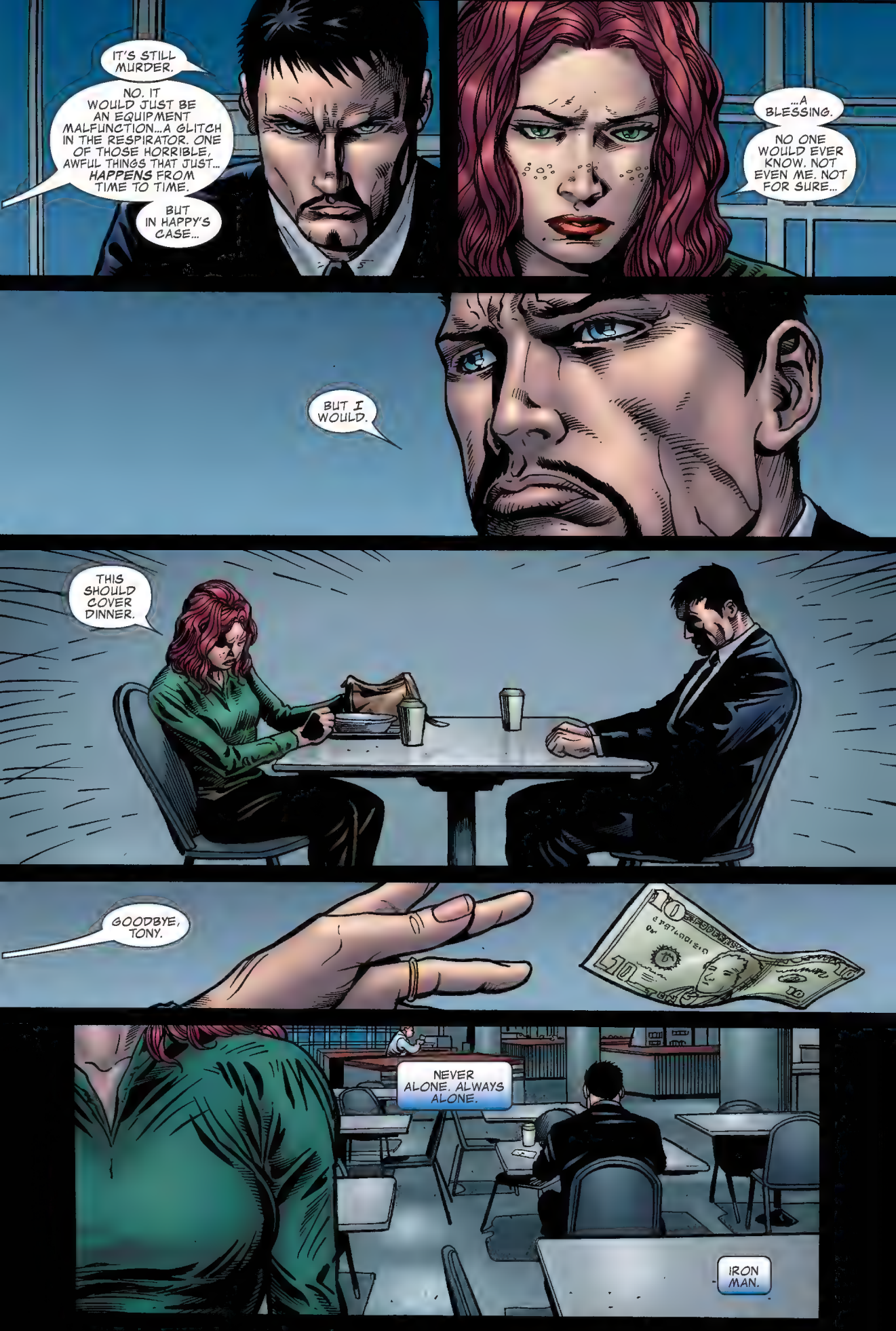
COMMISSION ON SUPERHUMAN ACTIVITIES.
CRIMINAL REHAB UNIT.
OBSESSED WITH VICTORY...
BY ANY MEANS NECESSARY...
NEW YORK-PRESBYTERIAN HOSPITAL.
NEUROSCIENCE CENTER.
WHAT NOW, TONY? ANOTHER MEETING? ANOTHER PROJECT?
HIS COLOR'S BETTER, DON'T YOU THINK?
UH-HUH, YEAH...

HAPPY SQUEEZED MY HAND YESTERDAY.
I TOLD HIM I LOVED HIM, AND HE SQUEEZED MY HAND. DOCTOR WYATT SAID IT WAS JUST A REFLEX, BUT I DON'T THINK SO...
I THINK HE CAN HEAR ME.
YOU CAN HEAR ME, CAN'T YOU, BABY?
SURE YOU DON'T WANT SOME OF THIS?
NO THANKS, PEP. I'M FINE.
YOU SURE? IT'S REAL GOOD. IT'S JUST...
I SHOULD HEAD BACK UP.
IT'S ONLY BEEN FIVE MINUTES.
I JUST, YOU KNOW...I HATE LEAVING HIM ALONE.
PEPPER, IT'S VERY IMPORTANT THAT YOU TAKE A BREAK EVERY SO OFTEN. BESIDES, HE'S FINE.
HOW DO YOU KNOW?

I'M TAPPED INTO THE NEURO UNIT'S VIDEO AND I'M MONITORING HIS LIFE-SUPPORT EQUIPMENT.
YOU CAN DO THAT?
EXTREMIS HAS GIVEN MY MIND THE ABILITY TO ACCESS, COMMAND AND CONTROL VIRTUALLY ALL FORMS OF DIGITAL TECHNOLOGY.
WHAT...?
DID HAPPY EVER TAKE YOU TO THE CAULIFLOWER CLUB?
"YOU MEAN THAT BIG GROUP OF EX-PUGS THAT MEETS DOWN AT ANTONIO'S ON MOTT?"
HAR-HAR-HAR... HA-HA-HA-HA-HA-HA...
HEY, CANVASBACK! QUIT HOGGIN' THE BREAD!
CANVASBACK?! HELL, RUDY! YOU'S DA ONE SPENT SO MUCH TIME LYIN' ON THE CANVAS, MICHELANGELO HADDA PAINT AROUND YA!
ARE THEY ALWAYS THIS MEAN?
AWW, THEY AIN'T MEAN. THEY'RE JUST RIBBIN' EACH OTHER.
MOSTA THESE BUMS GOT THE MEAN BEATEN OUT OF 'EM WHEN EISENHOWER WAS PRESIDENT!
SPEAK FER YERSELF, HOGAN!
HAH-HAH-HA-HA

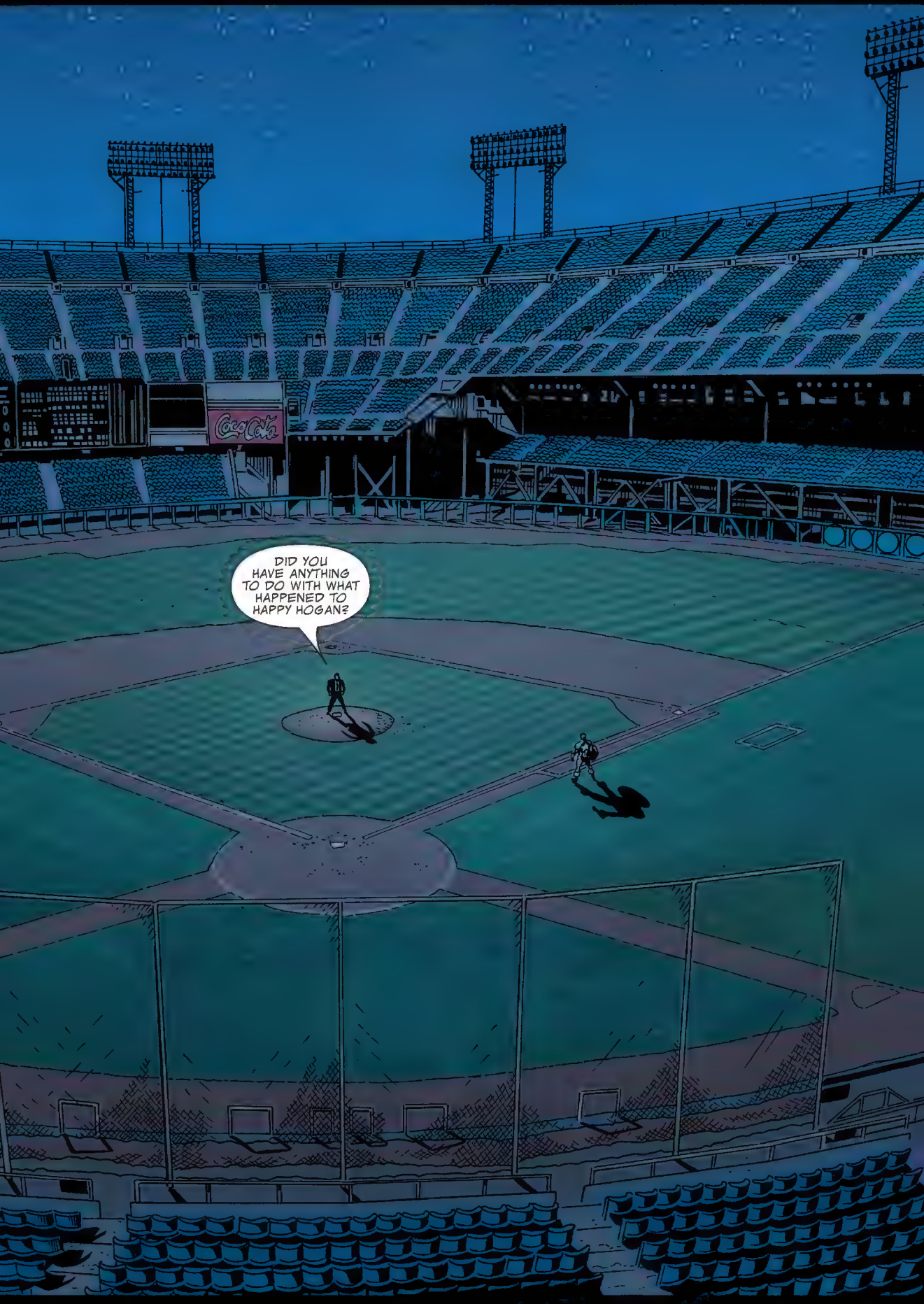
WERE THEY ALL BOXERS?
MOST, YEAH. THERE'S A FEW PRO WRESTLERS IN THE MIX, YOU KNOW, JUST FOR GIGGLES...
WHAT ABOUT THAT ONE OVER THERE?
OH YEAH, THAT'S THE TOPEKA KID, CHARLIE "COBRA" McCOYLE. HADDA RIGHT HOOK LIKE NOBODY'S BUSINESS. HE ALMOST TOOK DOWN FRAZIER WIT' IT. HELLUVA FIGHTER, THAT ONE...
WHAT HAPPENED TO HIM?
IT WASN'T ONE THING HAPPENED TO HIM. IT WAS A BUNCHA THINGS. RIGHTS AND LEFTS, UPPERCUTS AND HAYMAKERS. ABOUT A MILLION OF 'EM OVER MAYBE TEN, FIFTEEN YEARS.
THAT FELLA FEEDIN' HIM? TOMMY BARNES. USETA BE HIS MANAGER. HE LOOKS AFTER HIM...
...TOO BAD HE DIDN'T LOOK OUT FOR HIM.
THAT'S WHY I HUNG UP MY GLOVES WHEN I DID. EVERY HAM-AND-EGGER I EVER KNEW...
THEY'RE ALWAYS JUST ONE SHOT AWAY FROM THE TITLE.
TRUTH IS, THEY'RE JUST ONE SHOT AWAY FROM BEIN' COBRA McCOYLE.
"THEN HAPPY, HE LOOKS AT ME AND I'LL NEVER FORGET WHAT HE SAID THEN. NOT UNTIL THE DAY I DIE...

HE SAID, "PEP, I DON' NEVER WANNA END UP LIKE CHARLIE McCOYLE..."
NO.
PLEASE, TONY. I'M NOT ASKING YOU TO DO ANYTHING.
YOU JUST HAVE TO THINK IT...
RIGHT...?


IT'S STILL MURDER.
NO. IT WOULD JUST BE AN EQUIPMENT MALFUNCTION...A GLITCH IN THE RESPIRATOR. ONE OF THOSE HORRIBLE, AWFUL THINGS THAT JUST... HAPPENS FROM TIME TO TIME.
BUT IN HAPPY'S CASE...
...A BLESSING.
NO ONE WOULD EVER KNOW. NOT EVEN ME. NOT FOR SURE...
BUT I WOULD.
THIS SHOULD COVER DINNER.
GOODBYE, TONY.
NEVER ALONE. ALWAYS ALONE.
IRON MAN.

WHERE'S HE GOING NOW?
DEL REY RADIO
WHOLESALE ELECTRONICS
I NEED A VARIABLE LOW-FREQUENCY MODULATOR.
TWO HUNDRED ELEVEN DOLLARS...
STEVE, WE NEED TO TALK.

FORGET IT, STARK. WE'RE WAY PAST THAT NOW.
CONVENTIONAL MILITARY PARLEY. JUST YOU AND ME...
"...YANKEE STADIUM. TWENTY-FOUR HUNDRED HOURS."
WHAT DO YOU WANT, STARK?
JUST ONE QUESTION.
WHY DIDN'T YOU JUST ASK IT OVER THE RADIO?
I WANT TO SEE YOUR EYES WHEN YOU ANSWER IT.


DID YOU HAVE ANYTHING TO DO WITH WHAT HAPPENED TO HAPPY HOGAN?

98
99
00
YOU KNOW I'D NEVER--
JUST ANSWER THE QUESTION.
NO.
WHAT ABOUT THE OTHERS?
NO ONE UNDER MY COMMAND HAD ANYTHING TO DO WITH IT. IF THEY DID, I'D PUT A BOW ON HIM AND HAND-DELIVER HIM TO YOUR PENTHOUSE.
AND CASTLE?
WHAT... ABOUT... THE PUNISHER?!
CH-CHUN-CH-CH-CHU-CH-CHUNK

SILHOUETTE! GET CAP OUTTA HERE, NOW!

NO--

AAAA- RAAHHH!

KRUNG!

HEY... LUKE...

'SUP... TONE...

HOW'S... JESS...?

SHE'S...DOIN' OKAY...RAHH!...A LITTLE...TOUCHY... ABOUT HER WEIGHT...

399 ft
WHOMP!!!

BATTER-UP, SHELL-HEAD!
STRIKE ONE!
HOW'D HE DO THAT?
STRIKE TWO!

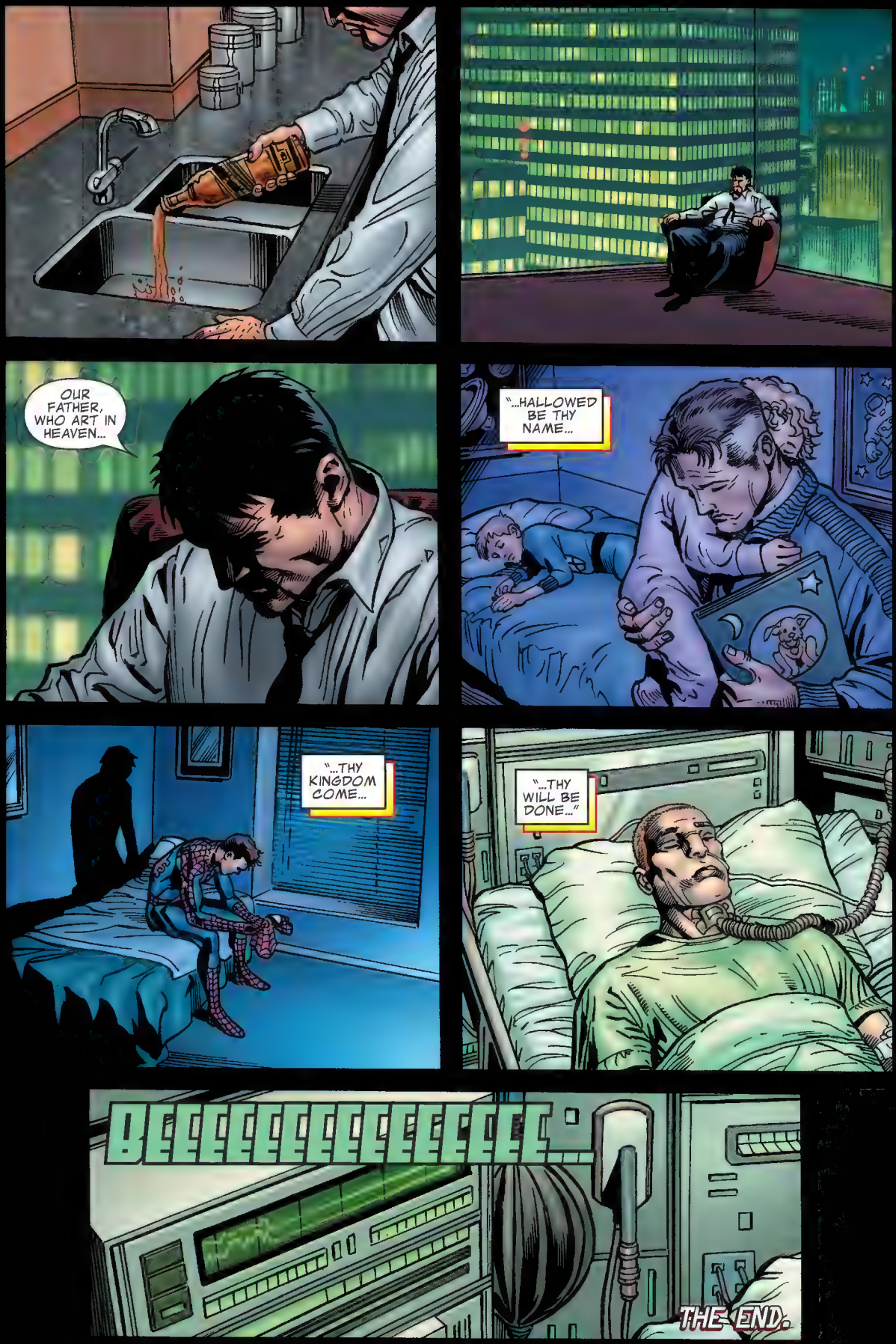
BEHIND ME...!
...?
STRIKE THREE!
I GOTTA SAY, PETE, I WAS IMPRESSED WITH HOW EASILY YOU DISARMED THE SPIDER-ARMOR...
STILL, ITS BIOMETRIC DATA GAVE ME A RARE OPPORTUNITY TO ANALYZE YOUR NEUROPHYSIOLOGY. MOST NOTABLY YOUR "SPIDER-SENSE."

I ISOLATED ITS FREQUENCY AND CREATED A NEURAL NET THAT REPLICATES YOUR PHEROMONE-BASED DEFENSES.
NOT ONLY WAS I ABLE TO CREATE MY OWN "SPIDER-SENSE," BUT I CAN NEUTRALIZE YOURS COMPLETELY...
...OR TRANSMIT FALSE POSITIVES.
BEHIND YOU!
UHN!
I TRUSTED YOU, PETE. I WAS RELYING ON YOUR SUPPORT. YOU LET ME DOWN. YOU LET US ALL DOWN. ON BOTH SIDES...
I SHOULD HAVE YOU ALL ARRESTED, BUT I AGREED ON A PARLEY, AND A PARLEY IT IS. TELL ROGERS THAT WHATEVER HE MAY THINK OF ME, I'M STILL A MAN OF MY WORD...

ALWAYS ALONE.
NEVER ALONE.
BONNIE
BLACK LABEL
Blended Scotch Whisky
& BOTTLED IN SCOTLAND
IRON MAN.
FOUR OUNCES OF GRAIN ALCOHOL.
THAT'S ALL IT WOULD TAKE TO TURN THE TIDE OF THIS WAR IN OUR FAVOR...
...ALL I HAVE TO DO IS WALK AWAY.
BAP!

THAT'S NOT GONNA HELP, TONY.
SUE, WHAT'RE YOU DOING HERE?
I'VE BEEN SHADOWING YOU ALL DAY, JUST TRYING TO GET A CHANCE TO TALK TO YOU. TO MAKE YOU UNDERSTAND...
TO STOP THIS INSANITY.
THE THINGS YOU'RE DOING...THE THINGS YOU'RE MAKING REED DO--
REED'S A BIG BOY.
NO! REED'S NOT A BIG BOY! NOT AROUND YOU!
HE IDOLIZES YOU! IT'S DISGUSTING HOW MUCH HE LOOKS UP TO YOU, HOW EAGER HE IS TO PLEASE YOU!
OH YEAH! THAT'S ME! THE PUPPET MASTER!
HAS IT EVER OCCURRED TO YOU THAT HE MIGHT JUST AGREE WITH ME?!
OR IS THAT TOO MUCH FOR YOUR EGO TO HANDLE?
YOU BASTARD! YOU'VE DESTROYED OUR MARRIAGE!
SMACK!

NO, SUE. YOU DESTROYED YOUR MARRIAGE!
EVER SINCE YOU LEFT, REED'S BEEN HANGING ON BY HIS FINGERNAILS! WE ALL HAVE! EVERYONE'S BEEN HURT BY THIS WAR! EVERYONE'S PAID A PRICE--
EVERYONE BUT YOU. RIGHT, TONY? YOU HIRE PEOPLE TO DO THAT FOR YOU!
WHAT THE HELL'S THAT SUPPOSED TO MEAN?
I WAS THERE, TONY.
I WAS AT THE HOSPITAL. I HEARD THAT POOR WOMAN PLEADING WITH YOU, BEGGING YOU TO--
GET OUT.
TONY, I'M--I'M SORRY. I DIDN'T--
I UNDERSTAND. NOW. PLEASE...
JUST.
GO.


OUR FATHER, WHO ART IN HEAVEN...
"...HALLOWED BE THY NAME...
"...THY KINGDOM COME...
"...THY WILL BE DONE..."
BEEEEEEEEEEEEEEEE...
THE END.

THE CONFESSION

A MARVEL COMICS EVENT

CIVIL WAR™

BENDIS

MALEEV

©2011 Marvel Characters, Inc. All rights reserved.

WWW.MARVEL.COM

CIVIL WAR
THE CONFESSION

A Superhuman Registration Act has been passed, requiring all individuals possessing paranormal abilities to register their powers and identities with the government. Disagreement over the Act split the super hero community in two, with Tony Stark, Iron Man, as the figurehead of the pro-registration faction, and Steve Rogers, Captain America, leading the anti-registration rebellion. The conflict erupted into violence, only ending with the surrender and arrest—and eventual assassination—of Captain America.

Now, the Civil War is over, and Tony Stark has been named the Director of S.H.I.E.L.D., the international peacekeeping force. He has set into motion THE INITIATIVE, a plan for training and policing super heroes in this brave new world.

BRIAN MICHAEL BENDIS
WRITER

ALEX MALEEV
ARTIST

JOSE VILLARRUBIA
(PAGES 14-22)
COLOR ARTIST

CHRIS ELIOPOULOS
LETTERS

JOSH SINGH
3-D IRON MAN DESIGN

RICH GINTER
PRODUCTION

MOLLY LAZER & AUBREY SITTERSON
ASSISTANT EDITORS

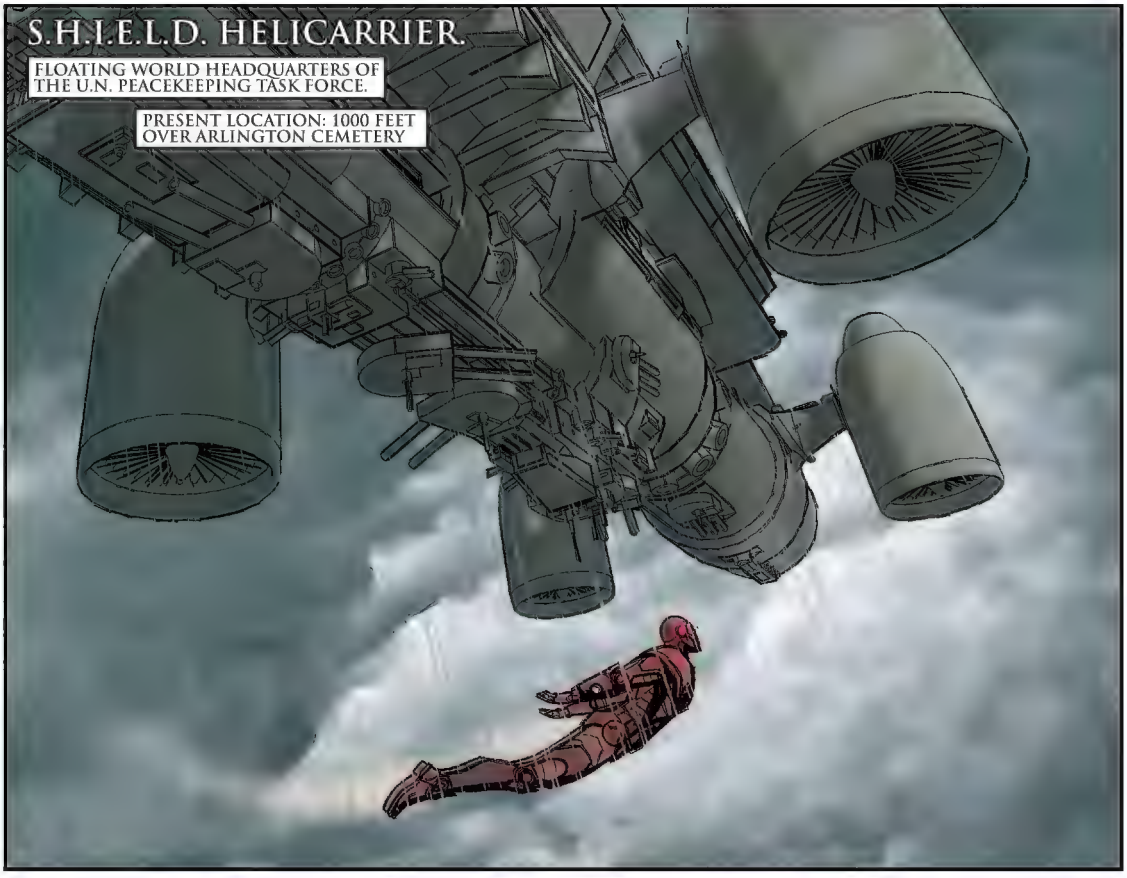
TOM BREVOORT
EDITOR

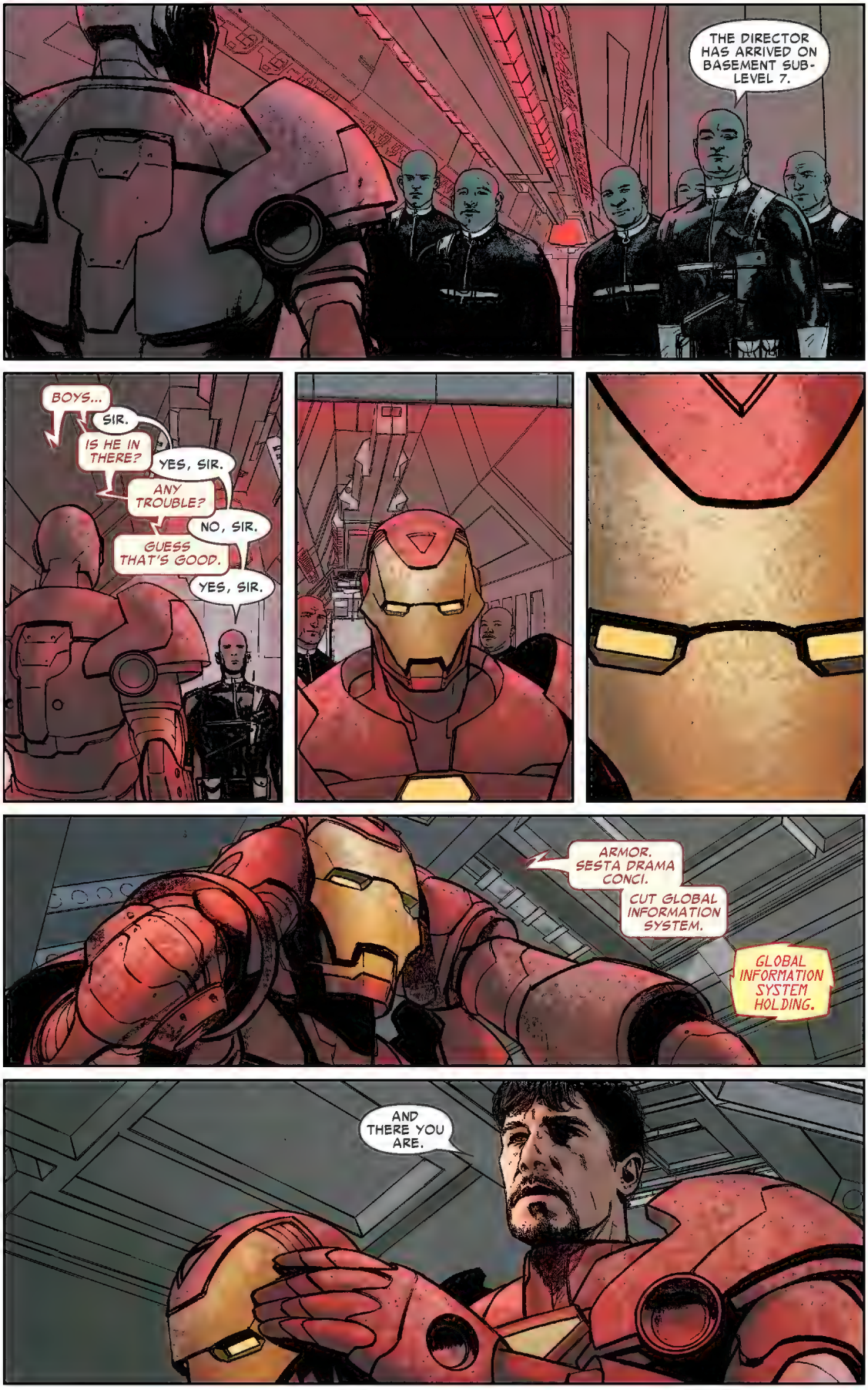
JOE QUESADA
EDITOR IN CHIEF

DAN BUCKLEY
PUBLISHER

© 2011 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc.. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

THE CONFESSION


S.H.I.E.L.D. HELICARRIER.
FLOATING WORLD HEADQUARTERS OF THE U.N. PEACEKEEPING TASK FORCE.
PRESENT LOCATION: 1000 FEET OVER ARLINGTON CEMETERY


THE DIRECTOR HAS ARRIVED ON BASEMENT SUB-LEVEL 7.
BOYS...
SIR.
IS HE IN THERE?
YES, SIR.
ANY TROUBLE?
NO, SIR.
GUESS THAT'S GOOD.
YES, SIR.
ARMOR. SESTA DRAMA CONCI.
CUT GLOBAL INFORMATION SYSTEM.
GLOBAL INFORMATION SYSTEM HOLDING.
AND THERE YOU ARE.

CAN YOU FEEL IT OUT THERE?
THESE KIDS?
THEY'LL SALUTE AND FOLLOW ORDERS, BUT YOU CAN *FEEL* IT.
THEY'RE NICK FURY'S KIDS.
THEY DON'T *LIKE* ME HERE AND THEY DON'T *WANT* ME HERE.
THEY WANT THEIR DADDY BACK AND THAT'S THAT.

GUESS THEY'LL HAVE TO *LEARN* TO LOVE ME.
EH. IT'S *MY* FAULT, I MADE A TERRIBLE SPEECH TO THE COMMAND CREW.
YOU DID.
I WAS TRYING TO MAKE A *POINT* AND I--I TOLD THEM ABOUT KING PYRRHUS OF EPIRUS.
YOU KNOW WHO HE IS, RIGHT?

(YOU *PROBABLY* KNOW WHO HE IS.)
HE DEFEATED THE ROMANS DURING THE PYRRHIC WAR AT HERACLEA AND AGAIN AT THIS PLACE CALLED ASCULUM.
AND *THAT* WAR WENT ON FOREVER AND EVER AND THE CASUALTIES WERE *DEVASTATING*...
BODIES FROM BOTH SIDES LYING AS FAR AS THE EYE COULD SEE...
HIS *FRIENDS* WERE ALL DEAD, HIS *COMMANDERS* WERE ALL DEAD...
THOSE WHO WERE STILL ALIVE STARTED HIGH-FIVING EACH OTHER OVER THE *VICTORY*, BUT...

KING PYRRHUS JUST STOOD THERE AND SAID: "*ONE MORE SUCH VICTORY WOULD UTTERLY UNDO ME.*"
MEANING THAT, WELL, *YOU* KNOW WHAT IT MEANS...
IT MEANS THERE'S WINNING AND THERE'S *WINNING* AND SOMETIMES WINNING DOESN'T FEEL LIKE WINNING.
IT FEELS LIKE ALMOST *LOSING*.
OR WE MIGHT *AS WELL* HAVE LOST IF *THIS* IS WHAT IT COSTS.

I *SAID* THIS TO MY NEW COMMAND BECAUSE I WANTED THEM TO KNOW HOW THIS FELT TO *ME*.
AND THEY LOOKED AT ME LIKE I DUMPED IN THEIR BREAKFAST BOWLS.
I WAS *TRYING* TO SAY--I WANTED THEM TO KNOW THAT I KNEW THE *REALITY* OF THIS. I KNEW HOW EVERYONE WAS FEELING.
BUT IT JUST CAME OFF LIKE I WAS CRITICIZING THEM FOR THEIR EFFORT.
THERE'S A WAY TO SPEAK TO SOLDIERS.
TO *RALLY* THEM, AND I--I DON'T HAVE IT.
I DON'T HAVE IT.

OKAY, LISTEN, THAT'S NOT WHAT I CAME HERE TO TELL YOU.
I--I CAME HERE TO TELL YOU *WHY* ALL THIS HAPPENED.
YOU ASKED ME AND I'M GOING TO TELL YOU.
IT WAS BECAUSE OF KING ARTHUR.

"A COUPLE OF YEARS AGO DOCTOR DOOM AND I HAD A RATHER HOSTILE RUN-IN THAT ENDED UP WITH THE BOTH OF US (AS ONLY CAN HAPPEN TO US) BEING ACCIDENTALLY TRANSPORTED BACK IN TIME TO KING ARTHUR'S ENGLAND.

"I ***MET*** KING ARTHUR.

"***ME***--WHO BASED THE ENTIRE THEME OF IRON MAN ON AN ARCHETYPE ***HE*** PERFECTED.

"***I*** MET KING ARTHUR!!

"WE'VE ALL MET PEOPLE WE ADMIRE AND SOMETIMES MEETING THEM IS ***GARGANTUALLY*** DISAPPOINTING.

"BUT NOT ***THIS*** TIME. I MET THE GREATEST LEADER OF MEN.

"BUT I KEPT MY COOL AND SO DID HE.

"I MEAN, NOT THAT IT WAS SO EXCITING FOR HIM TO MEET ***ME***, BUT CLEARLY HE WAS SCARED TO DEATH OF ME AND WHAT HE PROBABLY SAW AS MY 'DEVIL' ARMOR.

"AND WHILE I'M BONDING WITH ARTHUR, DOCTOR DOOM IS OUT THERE SOMEWHERE BONDING WITH MORGAN LE FEY OF THE EVIL ♦%#@ING #♦%## LE FEYS AND THEY START A ZOMBIE WAR.

"OF ***COURSE***!! RIGHT? IT'S DOOM!!

"WHY TAKE THIS MIRACLE OF AN OPPORTUNITY TO GO SIGHT-SEEING OR ON SOME SORT OF SOCIOLOGICAL EXPEDITION IN A TIME LONG LOST...WHEN YOU CAN START A ZOMBIE WAR!!

"BUT ***REALLY***, AT MY MOST SELFISH, I ***THANK*** HIM FOR IT.

"BECAUSE THE ONLY THING GREATER THAN ***MEETING*** KING ARTHUR WAS ***FIGHTING*** ALONGSIDE HIM.

"AND THERE WE WERE, IN THE MUD, IN THE MUCK, WITH THE STENCH OF DEATH AND THE SOUND OF VICTORY CRIES AND--

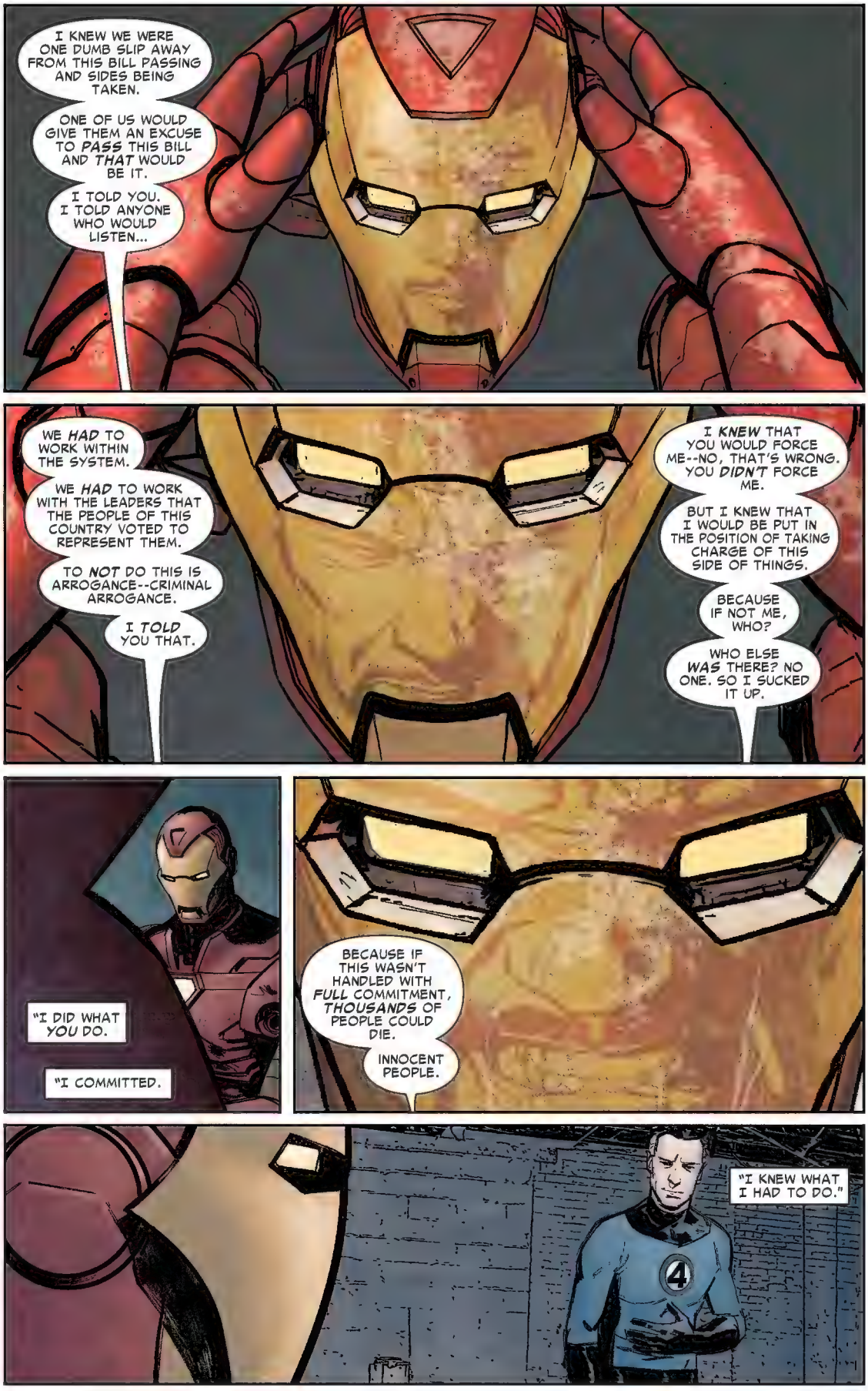
"AND THAT'S WHEN I SAW IT."

I SAW IT AS CLEAR AS DAY.
I SAW US.
AT WAR.
"IT HAD NEVER OCCURRED TO ME BEFORE THAT *VERY* MOMENT.
"BUT RIGHT THEN, I KNEW WE WERE GOING TO WAR.
"WE'RE WARRIORS, WITH WEAPONS AND IDEALS AND THINGS TO FIGHT FOR-- THINGS WORTH *DYING* FOR.
"IT'S *WHO* WE ARE, ITS OUR DEFINING CHARACTERISTIC. WE *FIGHT*.
"THE AVENGERS AVENGE, X-MEN DEFEND, THE FANTASTIC FOUR EXPLORE.
"BUT WE *ALL* FIGHT.
"AT FIRST I THOUGHT *WE'D* BE FIGHTING A WAR AGAINST EVIL.
"BUT THAT'S JUST THAT HOLIER-THAN-THOU ATTITUDE THAT *WE'RE* ALWAYS THE GOOD GUYS AND ALL *WE* FIGHT IS BAD GUYS.
"BUT IN A *WAR* THERE *ARE* NO GOOD GUYS AND THERE *ARE* NO BAD GUYS...
"THERE'RE OPPOSING FORCES."
A WAR WAS COMING...
I SAW US FIGHTING EACH OTHER.

"I SAW THE WAR.
"I KNEW IT WOULD HAPPEN."
I'VE TOLD YOU--THIS IS WHAT I DO.
I'M AN INVENTOR. I CAN ENVISION THE FUTURE.
I CAN SEE WHAT THE WORLD WILL LOOK LIKE, AND I CAN SEE WHAT THE WORLD WILL NEED TO MAKE THAT FUTURE WORTH LIVING FOR.
I SEE WHAT WE WILL NEED AND I INVENT THE THING THAT WILL HELP US GET THERE.
THAT'S HOW I INVENTED MY ARMOR, THAT'S HOW THE AVENGERS WERE BORN.
THAT'S HOW EVERY IDEA I'VE EVER HAD IN THE WORLD HAS COME TO BE.
I INVENT A SOLUTION.
I KNEW THERE WOULD BE A WAR OF HEROES. I KNEW IT.

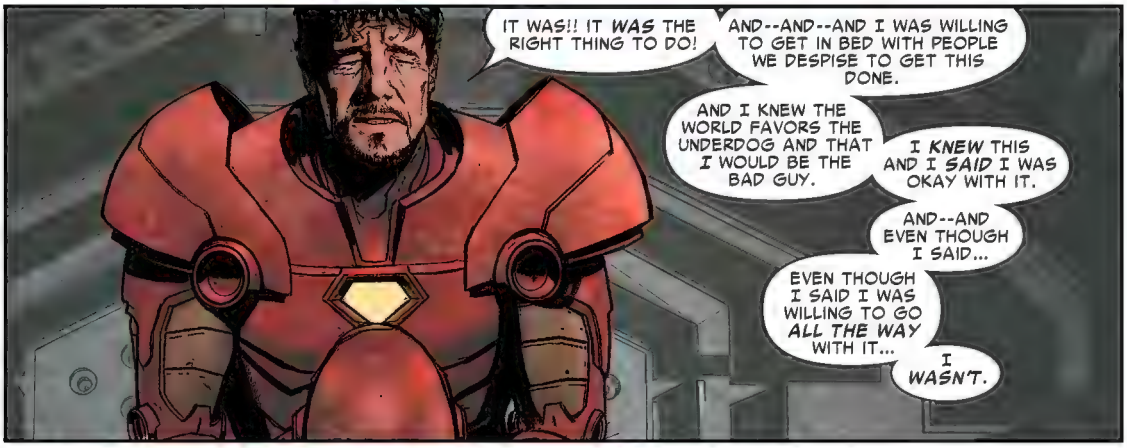
SO WHAT'S THE SOLUTION TO *THAT?*
I DIDN'T KNOW WHAT THE WAR WAS GOING TO BE *ABOUT* OR *WHEN* IT WAS COMING--
--BUT I KNEW I'D *KNOW* IT WHEN I *SAW* IT.
"I TRIED TO GET EVERYONE GATHERED. TO MAKE A PLACE WHERE WE COULD ALL GOVERN EACH OTHER.
"I TRIED TO STOP THIS WAR BEFORE IT EVEN GOT STARTED, BEFORE I EVEN KNEW IT WAS COMING.
"BUT I COULDN'T DO IT.
"ALL I GOT BACK WAS COMPROMISE AND HALF-TRUST.
"AND I *KNEW* MY FEARS WERE REAL EVEN THOUGH NO ONE WOULD BELIEVE ME.
"I KNOW HOW IT *SOUNDS.*
"I KNEW CONFESSING IT TO ANYONE, INCLUDING YOU, WOULD BE MET WITH A FRIENDLY LAUGH AND JUST...CONDESCENSION...
"SO I KEPT IT TO MYSELF."
SO I WENT ABOUT MY LIFE. FOR YEARS, I *WAITED*...FOR THE FIRST SIGN.
BUT NOTHING. JUST OUR USUAL CRAZY.
THEN I STARTED TO SEE A SHIFT, NOT IN US AS HEROES OR AVENGERS.
BUT IN THE WAY PEOPLE *REACTED* TO US.
THEY STARTED TAKING US FOR GRANTED. THEY STARTED SEEING US AS *FAMILIAR.*
THEY STARTED *RELYING* ON US TO HELP THEM INSTEAD OF *HOPING* WE WOULD.
THEY DIDN'T *KNOW* THEY *WERE* DOING IT, BUT THEY WERE-- THEY WERE TAKING IT ALL FOR *GRANTED.*
AND WITH FAMILIARITY... CONTEMPT.
"THIS IS AND ALWAYS WILL BE A SOCIETY THAT BUILDS PEOPLE UP TO TEAR THEM DOWN.
"NOTHING NEW THERE. ALL THAT IS FINE AND GOOD...
REGISTRATION ACT
"BUT FOR ALL MY PREDICTING THE FUTURE AND KNOWING AND FEELING THE MOOD IN THE AIR...
"I *DIDN'T* SEE THIS COMING.

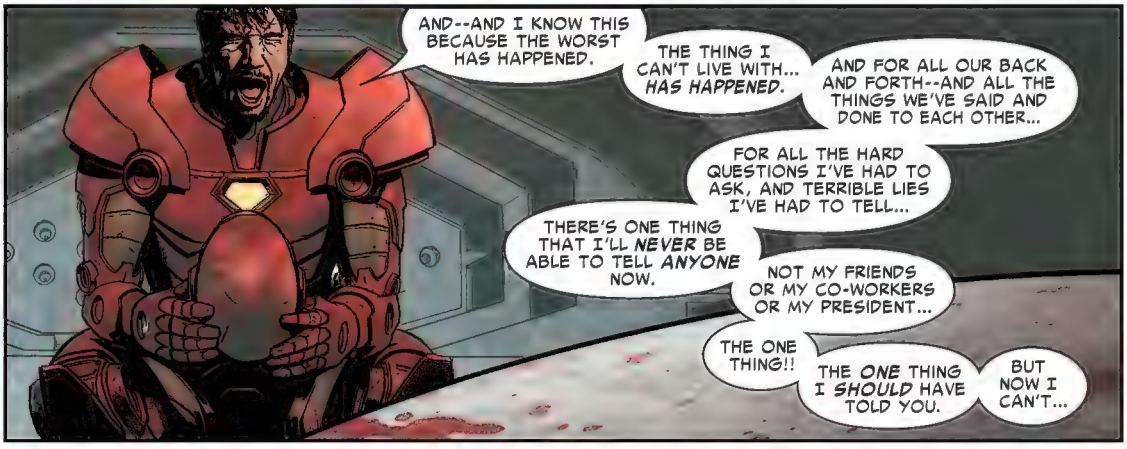
"BUT I KNEW *THIS* WAS IT.
"THIS.
"I KNEW WHAT IT MEANT.
"I KNEW IT WOULD PASS.
"I KNEW EXACTLY WHO WOULD FALL ON WHAT SIDE OF THE ISSUE.
"(EXCEPT PETER. PETER SURPRISED ME.)
"I KNEW MY FEELINGS.
"I KNEW YOUR FEELINGS.
"I KNEW THIS WAS IT."


I KNEW WE WERE ONE DUMB SLIP AWAY FROM THIS BILL PASSING AND SIDES BEING TAKEN.
ONE OF US WOULD GIVE THEM AN EXCUSE TO PASS THIS BILL AND THAT WOULD BE IT.
I TOLD YOU. I TOLD ANYONE WHO WOULD LISTEN...
WE HAD TO WORK WITHIN THE SYSTEM.
WE HAD TO WORK WITH THE LEADERS THAT THE PEOPLE OF THIS COUNTRY VOTED TO REPRESENT THEM.
TO NOT DO THIS IS ARROGANCE--CRIMINAL ARROGANCE.
I TOLD YOU THAT.
I KNEW THAT YOU WOULD FORCE ME--NO, THAT'S WRONG. YOU DIDN'T FORCE ME.
BUT I KNEW THAT I WOULD BE PUT IN THE POSITION OF TAKING CHARGE OF THIS SIDE OF THINGS.
BECAUSE IF NOT ME, WHO?
WHO ELSE WAS THERE? NO ONE. SO I SUCKED IT UP.
"I DID WHAT YOU DO.
"I COMMITTED.
BECAUSE IF THIS WASN'T HANDLED WITH FULL COMMITMENT, THOUSANDS OF PEOPLE COULD DIE.
INNOCENT PEOPLE.
"I KNEW WHAT I HAD TO DO."

THE GOOD NEWS IS...THROUGH ALL OF THIS..
I NEVER TOOK A *DRINK!*
AND IF I DIDN'T DRINK DURING *THIS*, I'M PROBABLY NEVER GOING TO...
SO THERE'S THAT...

TO DO WHAT I NEEDED TO DO TO *WIN* THIS QUICKLY--
I KNEW THAT MEANT YOU AND I WOULD PROBABLY *NEVER* SPEAK AGAIN.
OR BE *FRIENDS* AGAIN. OR PARTNERS AGAIN.
I TOLD MYSELF I WAS *OKAY* WITH IT BECAUSE I *KNEW* I WAS *RIGHT* AND I--I KNEW IT WAS SAVING LIVES.


IT WAS!! IT *WAS* THE RIGHT THING TO DO!
AND--AND--AND I WAS WILLING TO GET IN BED WITH PEOPLE WE DESPISE TO GET THIS DONE.
AND I KNEW THE WORLD FAVORS THE UNDERDOG AND THAT *I* WOULD BE THE BAD GUY.
I *KNEW* THIS AND I *SAID* I WAS OKAY WITH IT.
AND--AND EVEN THOUGH I SAID...
EVEN THOUGH I SAID I WAS WILLING TO GO *ALL THE WAY* WITH IT...
I *WASN'T*.


AND--AND I KNOW THIS BECAUSE THE WORST HAS HAPPENED.
THE THING I CAN'T LIVE WITH... *HAS HAPPENED.*
AND FOR ALL OUR BACK AND FORTH--AND ALL THE THINGS WE'VE SAID AND DONE TO EACH OTHER...
FOR ALL THE HARD QUESTIONS I'VE HAD TO ASK, AND TERRIBLE LIES I'VE HAD TO TELL...
THERE'S ONE THING THAT I'LL *NEVER* BE ABLE TO TELL *ANYONE* NOW.
NOT MY FRIENDS OR MY CO-WORKERS OR MY PRESIDENT...
THE ONE THING!!
THE *ONE* THING I *SHOULD* HAVE TOLD YOU.
BUT NOW I CAN'T...

IT WASN'T WORTH IT.

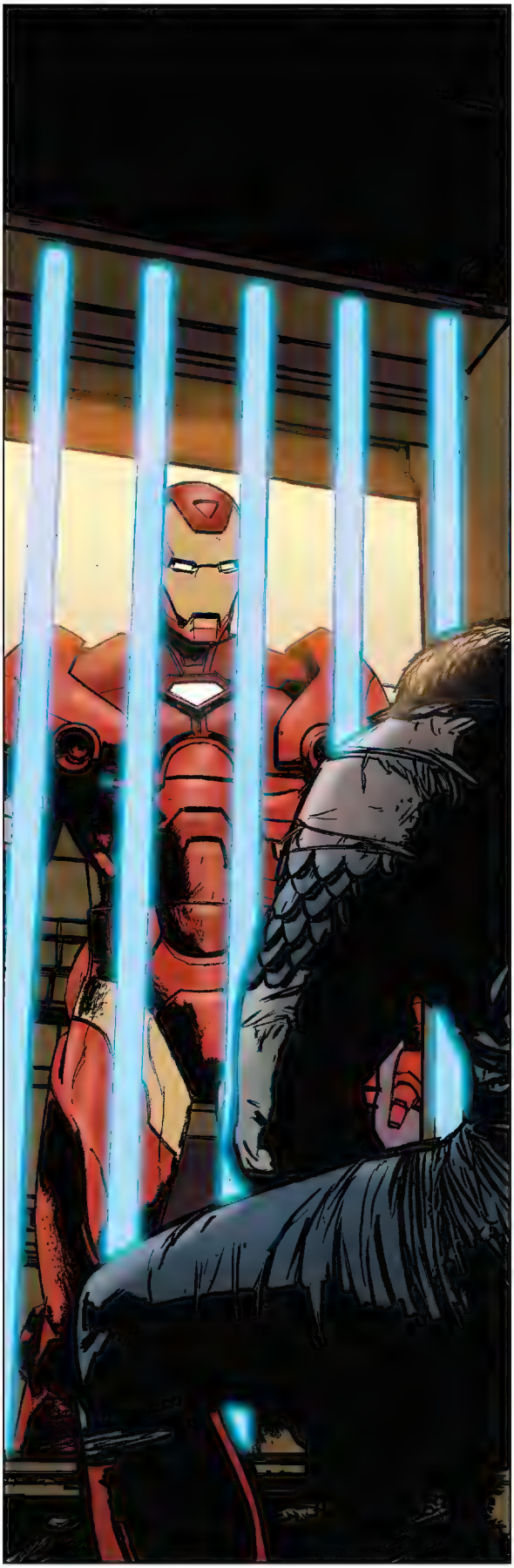
THE END

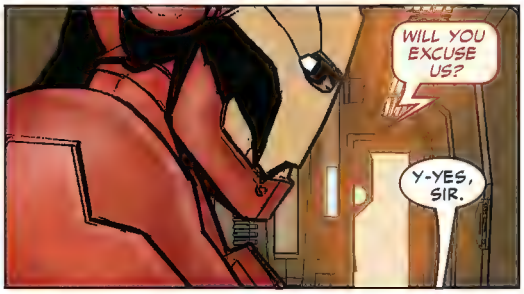
RYKER'S ISLAND MAXIMUM SECURITY PENITENTIARY.
THE RAFT. RYKER'S MAXIMUM-*MAXIMUM* SECURITY INSTALLATION.
THE CONFESSION
TWO DAYS AGO.
DUDE. STOP SALUTING.
NOT ANYMORE.
IT'S CAPTAIN AMERICA.

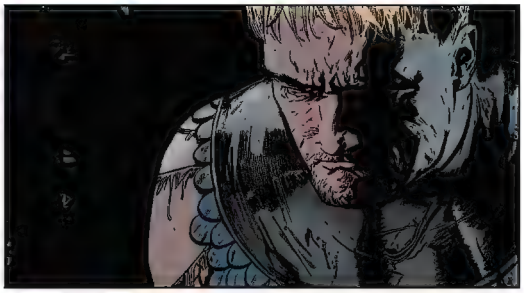
HOW OLD ARE YOU, SON?

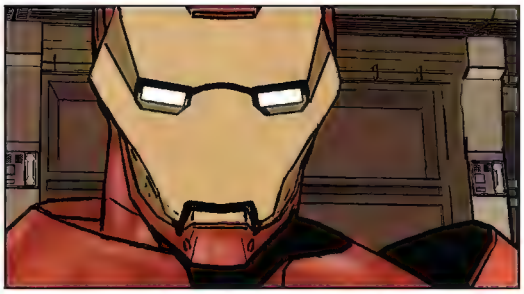
UH...
22.
I'M EIGHTY-FIVE.
WHOA.
YEAH.
YOU SHOULD, LIKE, I DON'T KNOW, WRITE A BOOK.
MAYBE I SHOULD.
I PROBABLY WON'T HAVE TIME.
YOU HAVE ALL THE TIME IN THE WORLD.
(I MEAN, YOU KNOW.)
SON, I'M GOING TO BE TRIED FOR TREASON AND HUNG.

THEY DON'T HANG PEOPLE ANYMORE.
SURE THEY DO.
BUT...
NOT YOU.
NO GUNS?
OH, UH, THEY'RE SIGNATURE PULSE CHARGERS.
THEY ONLY WORK FOR THE PERSON WHOSE FINGERPRINTS ARE DIGITALLY ASSIGNED TO THE WEAPON.
SO SOMEONE LIKE YOU, UH, CAN'T KICK THE GUN OUT OF MY HAND--
CUZ, UH, I GUESS YOU TEND TO DO THAT.
HE'S THOUGHT OF EVERYTHING, HASN'T HE?
WELL, SIR, IF I MAY SPEAK FREELY, HE'S KIND OF A--
DIRECTOR ON DECK.

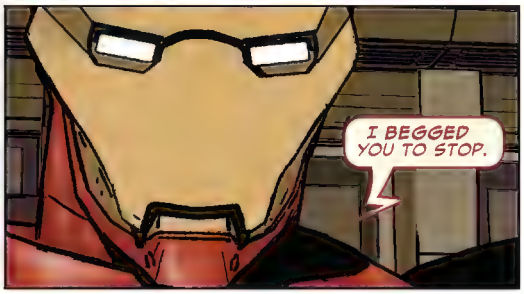



WILL YOU EXCUSE US?
Y-YES, SIR.



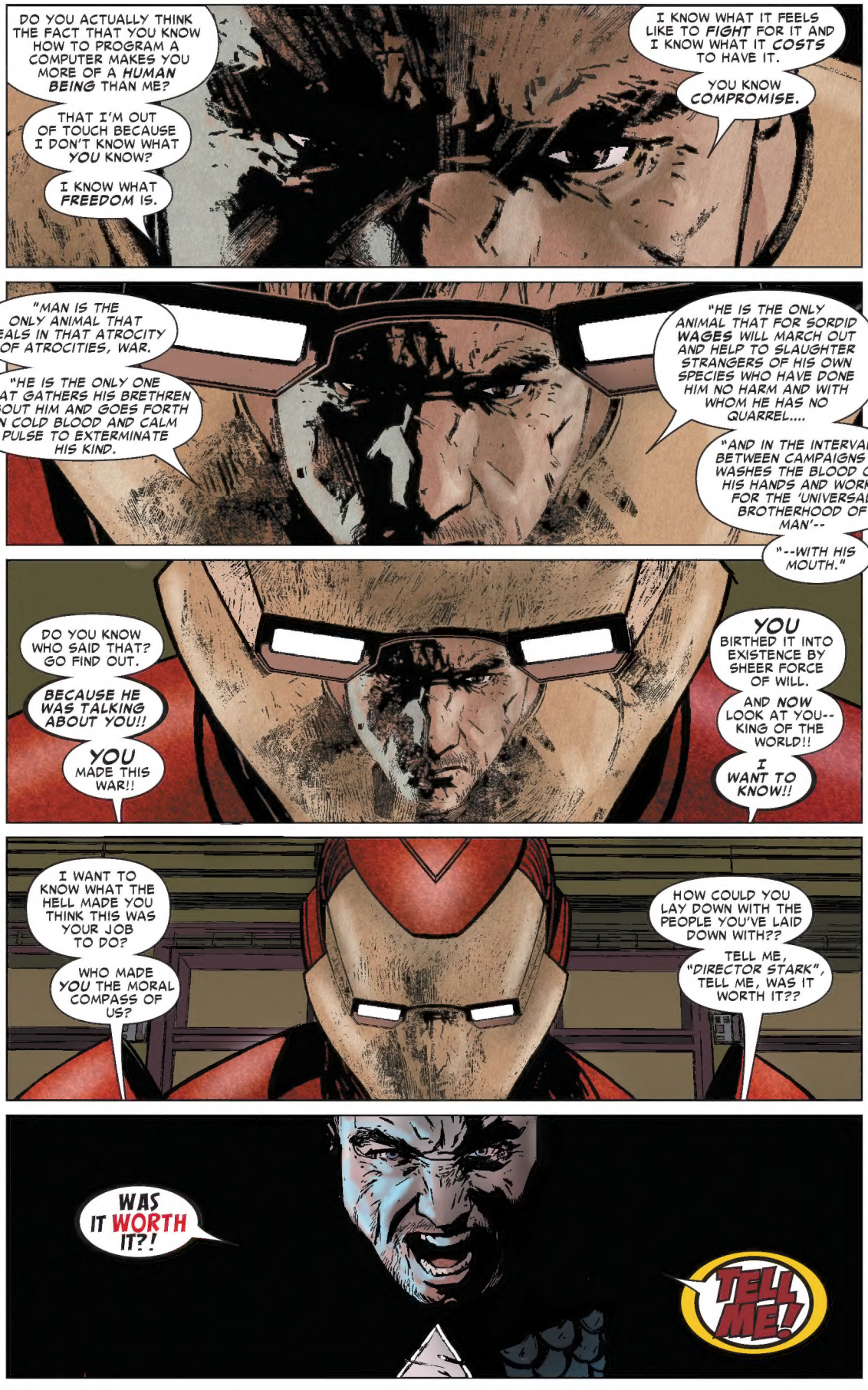


WHAT?


I BEGGED YOU TO STOP.

AND I THINK YOU MAY BE MENTALLY ILL.
YOU THINK I'M OLD. OUT OF TOUCH. DELUDING MYSELF. YOU'VE MADE THAT PERFECTLY CLEAR, AND MAYBE I AM.
BUT YOU'RE AN ILL MAN.
DO YOU KNOW THAT?
YOU HAVE A NEW SUIT YOU CAN'T CONTROL, NEW POWERS YOU DON'T UNDERSTAND--
NO.
I HAVE POWERS YOU DON'T UNDERSTAND.
I UNDERSTAND THEM FINE.
IF THAT WERE TRUE...
THEN YOU WOULD HAVE WON.

DO YOU THINK THE FACT THAT I'M IN *HERE* MEANS *YOU* WON?
UH, YES.
WE MAINTAINED THE PRINCIPLES WE SWORE TO DEFEND AND PROTECT.
YOU *SOLD* YOUR PRINCIPLES.
YOU *LOST* THIS BEFORE IT STARTED.


DO YOU ACTUALLY THINK THE FACT THAT YOU KNOW HOW TO PROGRAM A COMPUTER MAKES YOU MORE OF A HUMAN BEING THAN ME?
THAT I'M OUT OF TOUCH BECAUSE I DON'T KNOW WHAT YOU KNOW?
I KNOW WHAT FREEDOM IS.
I KNOW WHAT IT FEELS LIKE TO FIGHT FOR IT AND I KNOW WHAT IT COSTS TO HAVE IT.
YOU KNOW COMPROMISE.
"MAN IS THE ONLY ANIMAL THAT DEALS IN THAT ATROCITY OF ATROCITIES, WAR.
"HE IS THE ONLY ONE THAT GATHERS HIS BRETHREN ABOUT HIM AND GOES FORTH IN COLD BLOOD AND CALM PULSE TO EXTERMINATE HIS KIND.
"HE IS THE ONLY ANIMAL THAT FOR SORDID WAGES WILL MARCH OUT AND HELP TO SLAUGHTER STRANGERS OF HIS OWN SPECIES WHO HAVE DONE HIM NO HARM AND WITH WHOM HE HAS NO QUARREL....
"AND IN THE INTERVALS BETWEEN CAMPAIGNS HE WASHES THE BLOOD OFF HIS HANDS AND WORKS FOR THE 'UNIVERSAL BROTHERHOOD OF MAN'--
"--WITH HIS MOUTH."
DO YOU KNOW WHO SAID THAT? GO FIND OUT.
BECAUSE HE WAS TALKING ABOUT YOU!!
YOU MADE THIS WAR!!
YOU BIRTHED IT INTO EXISTENCE BY SHEER FORCE OF WILL.
AND NOW LOOK AT YOU-- KING OF THE WORLD!!
I WANT TO KNOW!!
I WANT TO KNOW WHAT THE HELL MADE YOU THINK THIS WAS YOUR JOB TO DO?
WHO MADE YOU THE MORAL COMPASS OF US?
HOW COULD YOU LAY DOWN WITH THE PEOPLE YOU'VE LAID DOWN WITH??
TELL ME, "DIRECTOR STARK", TELL ME, WAS IT WORTH IT??
WAS IT WORTH IT?!
TELL ME!

WELL...
...YOU'RE A SORE LOSER, CAPTAIN AMERICA.
YOU BET.
THE END.

FOR A LISTING OF MORE MARVEL COLLECTIONS, DOWNLOAD

Go to your local comic shop to pick up these great collections!

And stay tuned to the Marvel App for more amazing collection releases.

To find a comic shop near you visit www.comicshoplocator.com